MARVEL MASTERWORKS®

THE AMAZING SPIDER-MAN®

VOLUME 18

THE AMAZING SPIDER-MAN Nos. 181-192
& ANNUAL No. 12
MARV WOLFMAN, ROSS ANDRU & KEITH POLLARD

MARVEL

MARVEL MASTERWORKS

PRESENTS

VOLUME 18

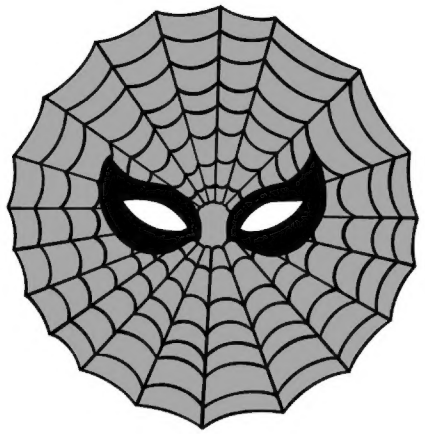
COLLECTING

THE AMAZING SPIDER-MAN NOS. 181-192

& ANNUAL NO. 12

MARV WOLFMAN

ROSS ANDRU • KEITH POLLARD



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NOS. 181-192 & ANNUAL NO. 12

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MARVEL MASTERWORKS
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AMAZING NOT QUITE ADULT SPIDER-MAN

BY MARV WOLFMAN

Did I ever tell you how much I hated Spider-Man?

I mean it. No joke. I utterly despised him.

You have to understand, I was a big fan of a comic published by some company whose name I don't remember now. Maybe it was Atlas. Maybe it was Magazine Management or something else. Back then the company kept changing its name. At any rate, I was reading a comic they published called *The Fantastic Four*, and that led me to look for their other books.

The very next one I found was *Amazing Adult Fantasy*. I think the world "adult" is what caught the attention of my 12-to-13-year-old mind. The book featured short stories with surprise O. Henry-like endings. It was sort of like *The Twilight Zone* TV show. The signatures on the book said it was done by Stan Lee, who I knew wrote *The Fantastic Four*, and Steve Ditko, an artist I remembered liking from a Charlton super hero called Captain Atom.

I bought every issue. But then, suddenly, the title changed to *Amazing Fantasy* and the short shock stories were replaced with a super hero story about someone named Spider-Man.

Spider-Man! A wimp of a kid who lives with his Aunt and Uncle and is bitten by a radioactive spider and somehow gains the powers of a spider. During the course of it the kid ignores a thief, who then goes to Forest Hills, Queens (not very far from where I lived in Flushing, Queens) and kills his Uncle. It's here where the kid learns that with great powers there must also come…you know the rest. *The entire world knows the rest.*

At any rate the comic was weird and not at all what I was used to, but more importantly this Spider-Man replaced the short surprise stories I loved.

So I decided I hated him. I really hated him.

A few months passed and my precious *Amazing Adult Fantasy* book never returned. But then a new comic all about the Spider-Man character I hated came out. Since I bought every super hero comic I could (as well as other non-super hero comics), I bought and read it, still hating the character because he replaced my beloved short surprise-ending stories.

And I bought the next issue, and somehow I no longer hated him.

And I bought the next issue and I loved it.

And even without surprise endings, Spider-Man because my new favorite comic book. BTW, the unnamed company now called itself Marvel Comics.

Flash forward to 1978. I was working at Marvel. In fact, I had been the editor of their black-and-white magazine line, then later the Editor in Chief of the entire Marvel line. After awhile, I decided to go back to full-time writing (being Editor in Chief turned more into business than creative). The late, great Archie Goodwin was now the Editor in Chief. The writer of both *Fantastic Four* and *Amazing Spider-Man* had moved over to DC Comics and Archie needed a new writer.

I asked for *Fantastic Four*, but Archie asked me to take on both the titles. Honestly, I didn't think I could. *Spider-Man* had such a unique sense of story and dialog that I didn't think I could replicate it. But Archie insisted I give it a try and I discovered I really got into writing the wonderful blend of humor, drama, adventure and pathos that Stan and Steve Ditko, then later John Romita, had given Spidey. And amazingly, I found I was able to duplicate his very specific speech pattern.

The volume you're holding contains many of my stories, so let's get right into things with the one story I didn't write.

ASM #181 is a great way to begin this volume. Writer Bill Mantlo and artists Sal Buscema and Mike Esposito have put together a grand retrospective of Spider-Man's career, the perfect starting point to give to anyone who wants to know what Spidey is all about.

I started my Spidey run with issue #182. As mentioned, I was nervous about writing Spider-Man. I wasn't sure if I could write his patter or even plot a Spidey story, so before I started to run with the big guys, as a way of teaching myself the book, I decided to begin my run with a few smaller stories.

My first story brought back the Rocket Racer, a fairly recent Spider-Man adversary. He was new enough that his personality hadn't been set, so if I couldn't write him on model nobody would really notice.

Although I was deliberately trying to start small, I was already setting up a second villain in that story, who would appear next issue, as well as a mystery person, and, of course, the biggest surprise of all: I had Peter Parker propose to Mary Jane.

After years of dating, Peter asks MJ to marry him in the last panel, assuring, I hoped, that people would be interested enough to check out the next issue.

By the way, the art by Ross Andru was just wonderful. I'd been a major Andru fan for years and it was a thrill to work with him.

Issue #183 introduced my first new villain, the Big Wheel. I still wasn't ready to play with any of Spidey's existing villains, so I created my own.

But first Rocket Racer is back. We learn he's been stealing to get the money to pay for his mother's hospital care. And thanks to comic book coincidence, she's in the very same hospital that Aunt May's in. We also introduce Jackson Weele, a seemingly minor character who becomes a major villain in our next issue. Despite my concerns about whether I could write Spidey or not, I immediately set about laying ground for potential future stories.

My philosophy in writing series is to have as many plates spinning at the same time as possible. If you can catch a reader's interest with even one of those plates they'll come back to see what else you've got.

I also brought back an old Lee/Ditko Spidey villain called the Terrible Tinkerer. He's the one who helped Rocket Racer build his jet skates and in this issue he's helping Jackson Weele build his weaponized Big Wheel, an armed, gyroscopically controlled wheel-shaped tank. Spidey and Racer meet and start their battle in the hospital but both want to get the fight moved to the outside away from their loved ones.

Truth to tell I was really pleased at this little twist; it gave both villains a common cause and yet pitted them against each other. It's the kind of story structure I keep going back to. Especially since that cause interferes with Spidey, too.

The next two issues, #184-185, introduce another new villain, White Dragon, but once again the story is more about Peter Parker's life than who Spidey is fighting. I think that's the reason I really fell in love with this book; readers have probably seen every comic book fight scene possible after reading for a year or two, but the character stories can always be something new and personal.

While waiting to hear if MJ accepts Peter's proposal, Ross and I brought back Peter's very first love interest, Betty Brant, who has been married to one of Peter's best friends, Ned Leeds, but is now thinking of getting a divorce, something pretty much unheard of in super hero comics back then. Betty is also the mystery character briefly seen in #182. Again, you set things in motion and see where they go.

And, of course, the big story in #185 is Peter's graduation from college. How big was it? We turned it into a separate story rather than just being part of the White Dragon conclusion.

My fear was that Peter would be stuck in college for decades, which meant he couldn't age. This story seems to delay his graduation a bit but it's actually telling readers what he intends to do after graduation. Also, how we deal with it, at least for the short term, is based on something that actually happened to me. Being a real flesh and blood person, I worked it out. Being a fictional character, Peter naturally has to struggle. A lot.

But it was a fun story and I thought it would help solve Peter's college existence for a long time to come. This issue also marks Ross Andru's last Spidey as he moves on to other projects.

With Ross moving on, Keith Pollard came in to take over penciling starting with #186. Keith did a fantastic job catching the acrobatic free-for-all style I wanted to see in the book. Keith also penciled *The Fantastic Four* during my run and later on we did several books together at DC. He's one of the great unsung artists of comics.

This issue finally brings back an old Spidey villain: the Chameleon. I must have been feeling my oats because it also makes the bold move of changing how Spider-Man is perceived not only by the police but by the general New York public who he's been saving non-stop for years now.

I thought it was something we had to deal with eventually, and it would be great fun to watch as J. Jonah Jameson had to deal with the idea that the man he's spent a good part of the past few years attacking in print was now considered a hero. The story was designed to make you believe things would go back to normal before the end, but we quickly pulled the rug out from under that notion. Again, I knew where I'd be taking this so it was no problem letting Peter have a brief victory before we dropped the boom on him.

Peter and Betty get together again. She enters his apartment and the door slams shut. Is Comics Code-banned adultery about to occur, or what?

I was feeling much more confident now and decided to finally bring in a guest star as well as another major Spidey villain. So cheer Captain America and hiss Electro. Artist Jim Starlin joined us for an issue and did his typically great work. After several months of story-driven issues I wanted an old-fashioned fun Marvel punch 'em up. I think Jim and I accomplished just that. Besides, in a few months we'd be getting to some of the really dark stories.

Issue #188 used Jigsaw, a fairly recent Spidey villain. It also showed us that Aunt May's physical condition was deteriorating, which was important considering where we were about to go.

#189 has Aunt May being sent to a private clinic and Peter feeling totally helpless because there's nothing he can do to help her. Meanwhile, last issue we had Jameson's son, John, kidnapped. This allowed us to show Jonah reaching the lowest point in his life. And this is only the beginning. He doesn't like most people, but he loves his son, and with Spider-Man being cleared of all charges, he feels this latest catastrophe is solely aimed at destroying him.

#190 completes the story. Without giving anything away to newbie Spider-Man fans, our villain is the hirsute Man-Wolf (not Wolfman, who does have a beard, too, but is not a wolf). Having thought that Jameson's reason for hating Spidey was wearing a bit thin after all these years, this issue gives JJJ a new and lasting reason for hating him. The excellent art for this two-part story was by John Byrne.

Keith Pollard returned in full force as artist with #191. Jonah, reeling from the events last issue, has gone over the top in his hatred for Spidey and sadly Peter Parker has found himself an unwitting bystander. JJJ suddenly decides to fire him. He also pays the villain Spencer Smythe to build him a Spider-Slayer. Jonah is out for blood.

This volume concludes with what is my favorite Spider-Man story, "24 Hours Till Doomsday!" At the end of the previous issue, JJJ and Spidey find themselves handcuffed together. The handcuffs have built-in explosives that will detonate if they try to remove them.

I love stories where hero and villain, and by this point JJJ was definitely a villain, are forced together. Guards drop and true emotions take over. JJJ sees himself for what he's become but it only makes him double down on his hatreds. It's almost heartbreaking to watch. I really loved this story.

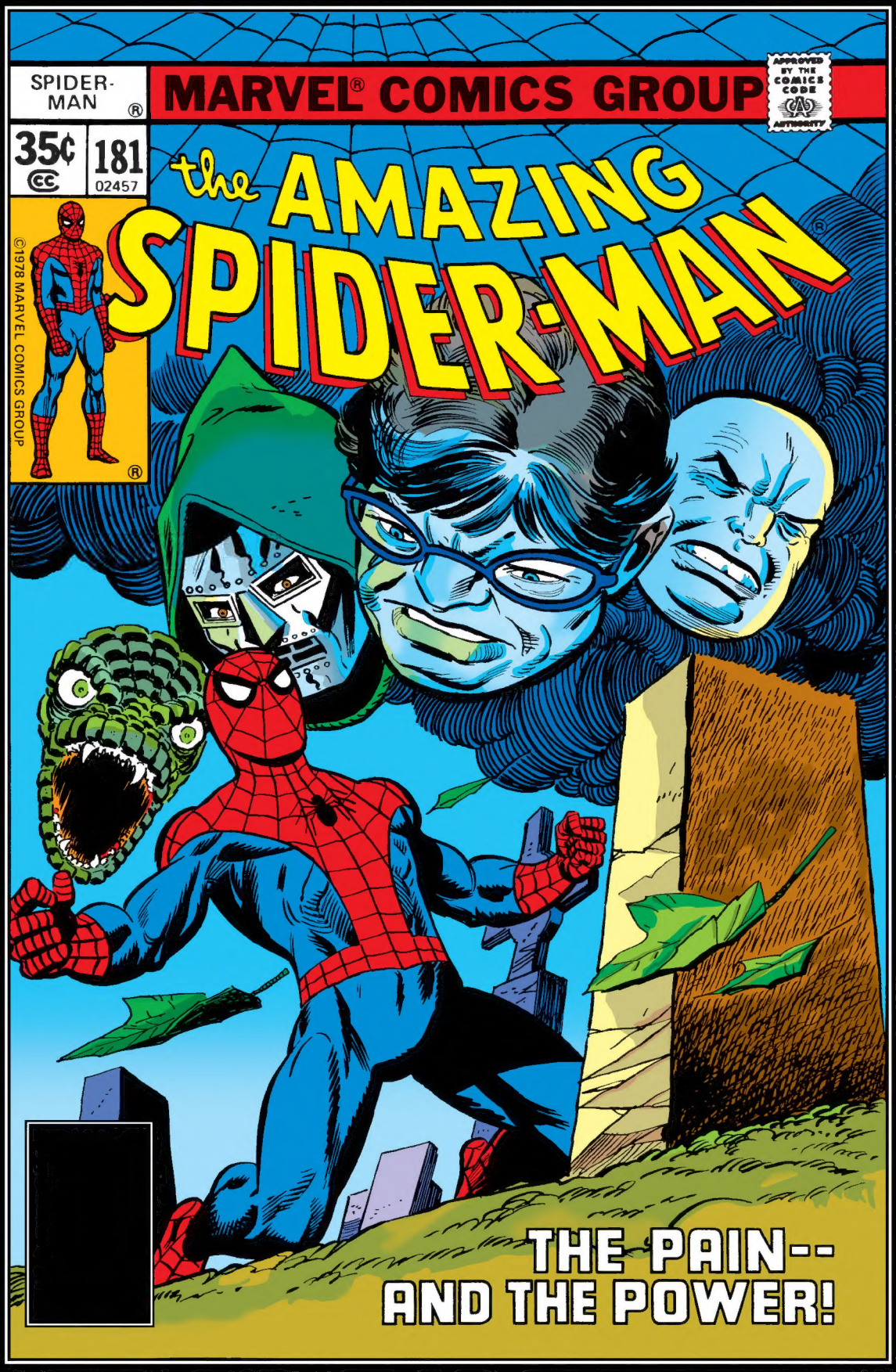
Rounding out this book is Marvel's 1978 calendar, focusing exclusively on Spidey. It's loads of fun.

Next volume we'll introduce the Black Cat, my favorite Spidey creation. It also leads us to some major turns in Peter's life, my second favorite Spider-Man issue, the fate of Aunt May, as well as the double-sized issue #200. And it's not just a big issue, it's a big story.

I started out hating Spider-Man for interrupting my beloved short shock stories, but within a few issues I fell in love with the character and the wonderfully odd and twisted world Stan Lee and Steve Ditko set in motion. That I was given a chance to create my own Spider-Man stories was something I would never have believed would happen, but the Spidey assignment was one of my all-time favorites and something I will never forget.

Enjoy. I hope you like them as much as I did.

Marv Wolfman
March 14, 2016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the AMAZING SPIDER-MAN
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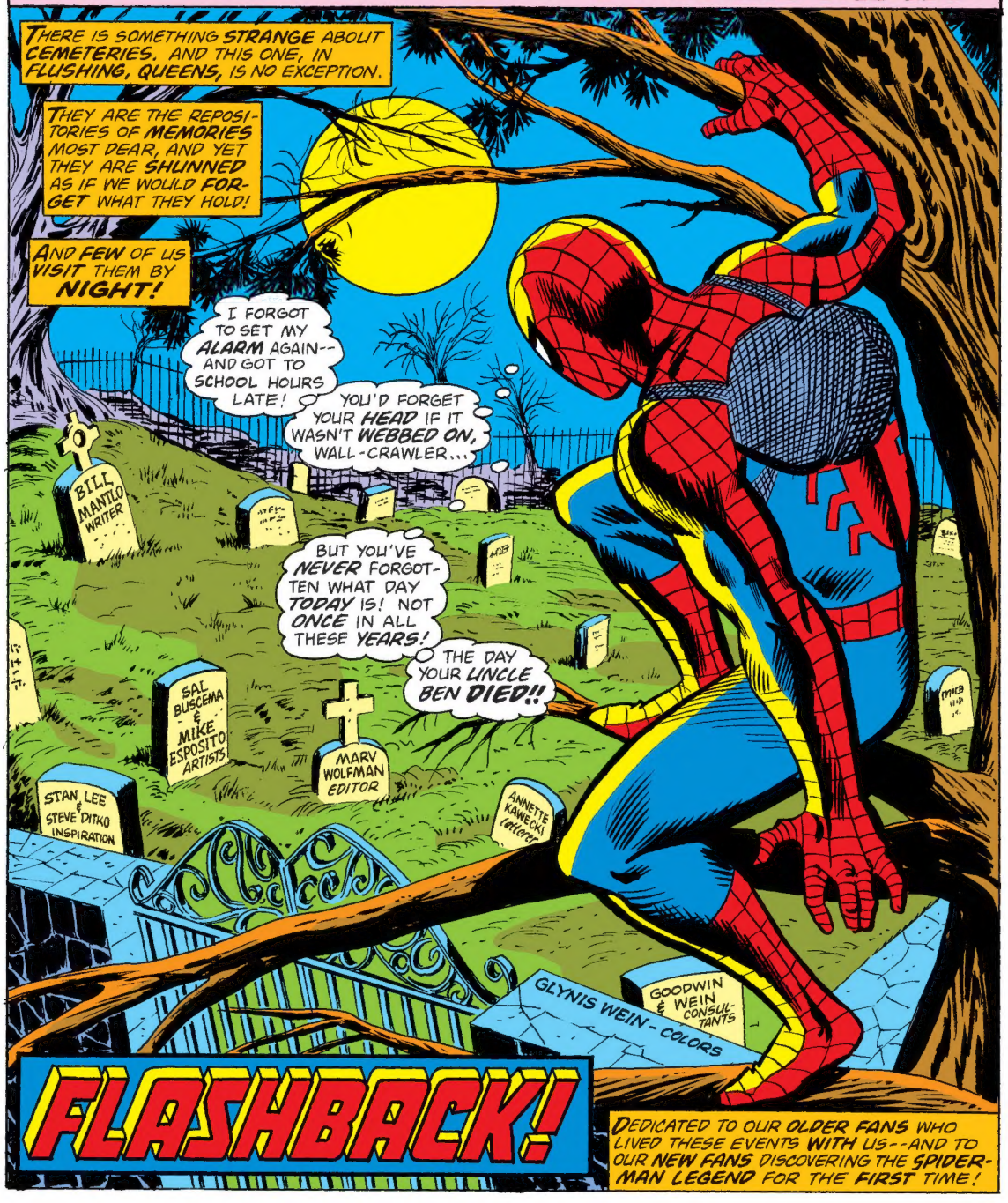
THE PAIN--
AND THE POWER!

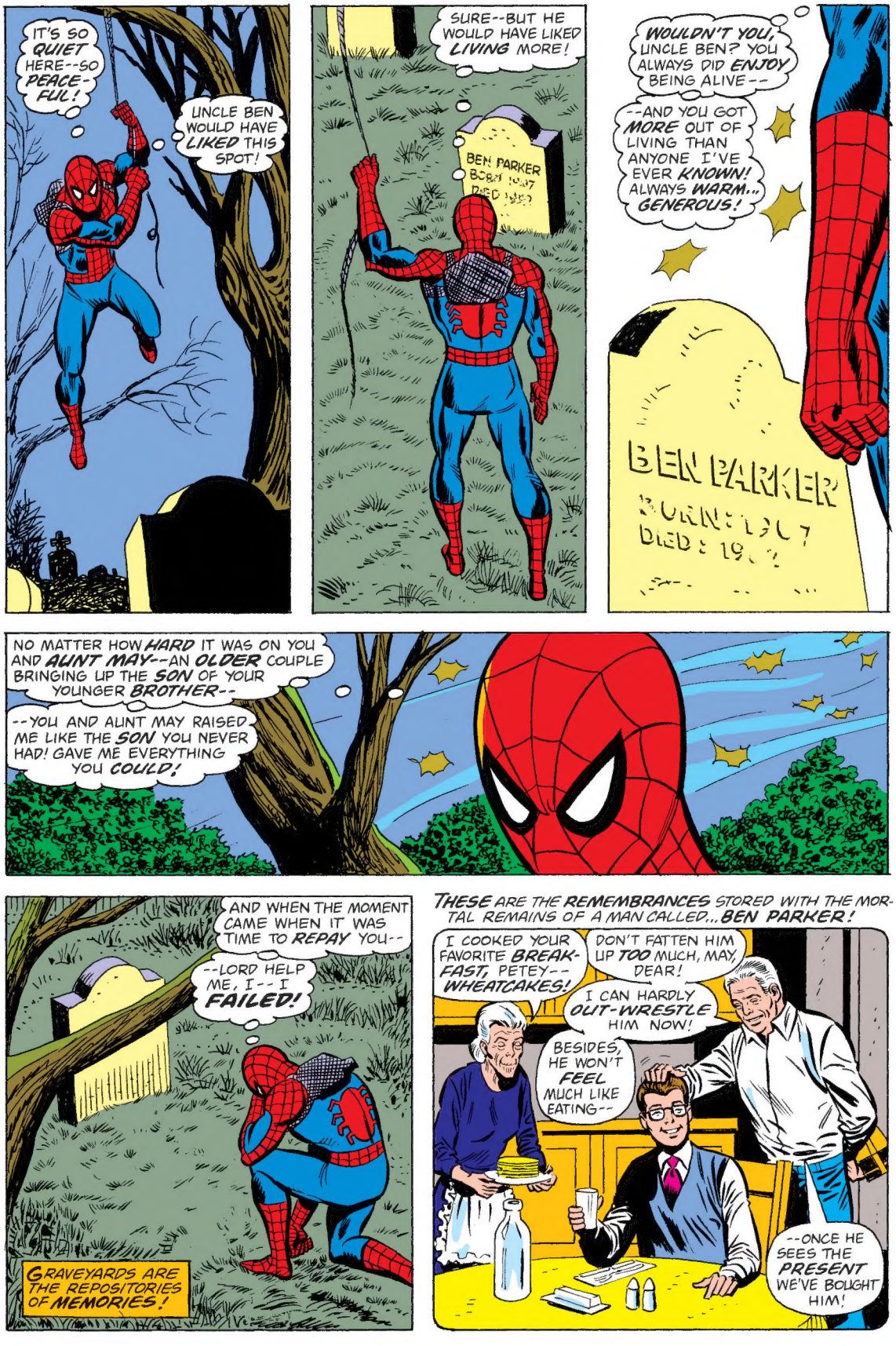
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

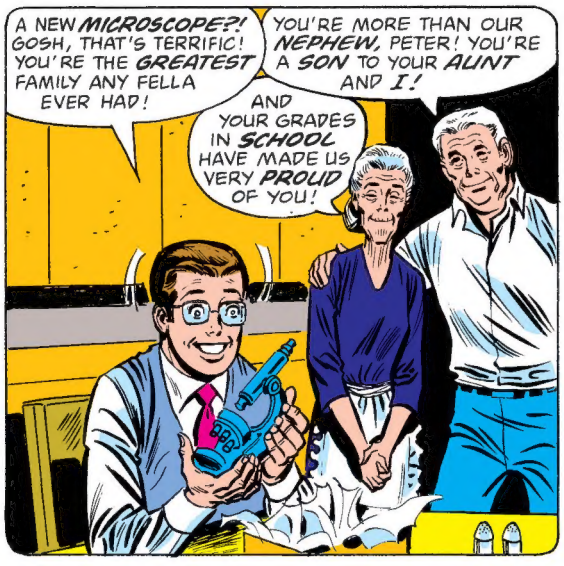
STAN LEE PRESENTS: THE AMAZING SPIDER-MAN™

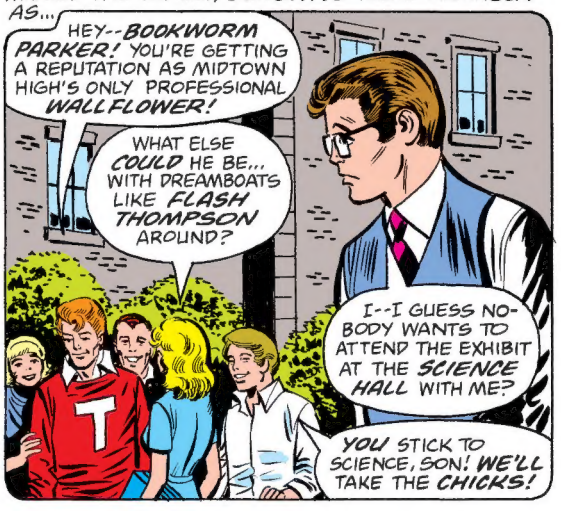

THERE IS SOMETHING STRANGE ABOUT CEMETERIES. AND THIS ONE, IN FLUSHING, QUEENS, IS NO EXCEPTION.
THEY ARE THE REPOSITORIES OF MEMORIES MOST DEAR, AND YET THEY ARE SHUNNED AS IF WE WOULD FORGET WHAT THEY HOLD!
AND FEW OF US VISIT THEM BY NIGHT!
I FORGOT TO SET MY ALARM AGAIN--AND GOT TO SCHOOL HOURS LATE!
YOU'D FORGET YOUR HEAD IF IT WASN'T WEBBED ON, WALL-CRAWLER...
BILL MANTLO WRITER
BUT YOU'VE NEVER FORGOTTEN WHAT DAY TODAY IS! NOT ONCE IN ALL THESE YEARS!
THE DAY YOUR UNCLE BEN DIED!!
SAL BUSCEMA & MIKE ESPOSITO ARTISTS
MARV WOLFMAN EDITOR
STAN LEE & STEVE DITKO INSPIRATION
ANNETTE KAWECKI LETTERER
GLYNIS WEIN - COLORS
GOODWIN & WEIN CONSULTANTS

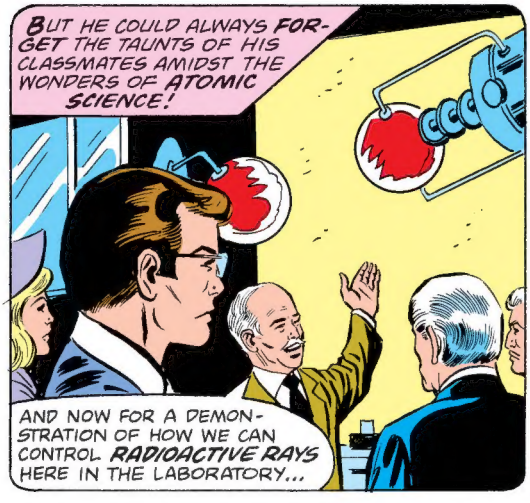
FLASHBACK!

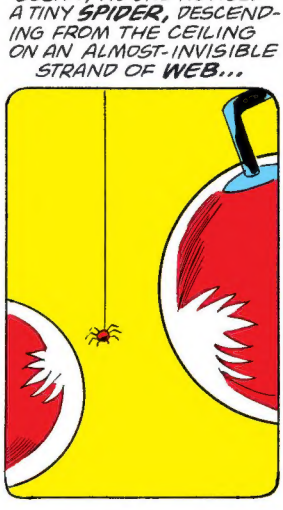
DEDICATED TO OUR OLDER FANS WHO LIVED THESE EVENTS WITH US--AND TO OUR NEW FANS DISCOVERING THE SPIDER-MAN LEGEND FOR THE FIRST TIME!

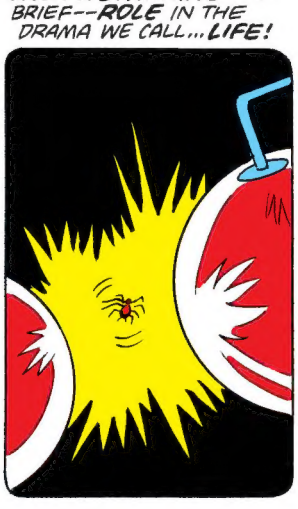

IT'S SO QUIET HERE--SO PEACE-FUL!
UNCLE BEN WOULD HAVE LIKED THIS SPOT!
SURE--BUT HE WOULD HAVE LIKED LIVING MORE!
BEN PARKER
WOULDN'T YOU, UNCLE BEN? YOU ALWAYS DID ENJOY BEING ALIVE--
--AND YOU GOT MORE OUT OF LIVING THAN ANYONE I'VE EVER KNOWN! ALWAYS WARM... GENEROUS!
BEN PARKER
NO MATTER HOW HARD IT WAS ON YOU AND AUNT MAY--AN OLDER COUPLE BRINGING UP THE SON OF YOUR YOUNGER BROTHER--
--YOU AND AUNT MAY RAISED ME LIKE THE SON YOU NEVER HAD! GAVE ME EVERYTHING YOU COULD!
AND WHEN THE MOMENT CAME WHEN IT WAS TIME TO REPAY YOU--
--LORD HELP ME, I--I FAILED!
GRAVEYARDS ARE THE REPOSITORIES OF MEMORIES!
THESE ARE THE REMEMBRANCES STORED WITH THE MORTAL REMAINS OF A MAN CALLED... BEN PARKER!
I COOKED YOUR FAVORITE BREAKFAST, PETEY--WHEATCAKES!
DON'T FATTEN HIM UP TOO MUCH, MAY, DEAR!
I CAN HARDLY OUT-WRESTLE HIM NOW!
BESIDES, HE WON'T FEEL MUCH LIKE EATING--
--ONCE HE SEES THE PRESENT WE'VE BOUGHT HIM!


A NEW MICROSCOPE?! GOSH, THAT'S TERRIFIC! YOU'RE THE GREATEST FAMILY ANY FELLA EVER HAD!
YOU'RE MORE THAN OUR NEPHEW, PETER! YOU'RE A SON TO YOUR AUNT AND I!
AND YOUR GRADES IN SCHOOL HAVE MADE US VERY PROUD OF YOU!


SURE! PETE WAS SCHOLARSHIP-MATERIAL AT MIDTOWN HIGH SCHOOL... BUT HIS CLASSMATES DISMISSED THE LONELY, SENSITIVE YOUNG TEENAGER AS...
HEY--BOOKWORM PARKER! YOU'RE GETTING A REPUTATION AS MIDTOWN HIGH'S ONLY PROFESSIONAL WALLFLOWER!
WHAT ELSE COULD HE BE... WITH DREAMBOATS LIKE FLASH THOMPSON AROUND?
I--I GUESS NOBODY WANTS TO ATTEND THE EXHIBIT AT THE SCIENCE HALL WITH ME?
YOU STICK TO SCIENCE, SON! WE'LL TAKE THE CHICKS!


FOR PETER PARKER, BEING A TEENAGER MEANT FACING MANY HEARTBREAKING MOMENTS.
BUT HE COULD ALWAYS FORGET THE TAUNTS OF HIS CLASSMATES AMIDST THE WONDERS OF ATOMIC SCIENCE!
AND NOW FOR A DEMONSTRATION OF HOW WE CAN CONTROL RADIOACTIVE RAYS HERE IN THE LABORATORY...


BUT, AS THE EXPERIMENT BEGAN, NO ONE NOTICED A TINY SPIDER, DESCENDING FROM THE CEILING ON AN ALMOST-INVISIBLE STRAND OF WEB...


A SPIDER WHOM FATE HAD GIVEN A STARRING--IF BRIEF--ROLE IN THE DRAMA WE CALL... LIFE!

ACCIDENTALLY ABSORBING A FANTASTIC AMOUNT OF RADIOACTIVITY, THE DYING INSECT, IN SUDDEN SHOCK, BIT THE NEAREST LIVING THING--A SPLIT-SECOND BEFORE THE LIFE EBBED FROM ITS RADIOACTIVE BODY!
OW!

A--A SPIDER! IT BIT ME! BUT WHY IS IT BURNING SO? WHY IS IT GLOWING THAT WAY?!
PETER PARKER WASN'T A ARE OF IT THEN--

--BUT HIS LIFE HAD JUST CHANGED!
MY HEAD--IT FEELS SO STRANGE! I--I NEED SOME AIR!
LOOKS AS THOUGH OUR EXPERIMENT HAS UNNERVED YOUNG PARKER!
TOO BAD! HE MUST HAVE A WEAK STOMACH!

AND, OUTSIDE THE SCIENCE HALL...

WHAT'S HAPPENING TO ME? I FEEL--DIFFERENT! AS THOUGH MY ENTIRE BODY WERE CHARGED WITH SOME FANTASTIC ENERGY!

WRAPPED IN HIS OWN THOUGHTS, PETER DIDN'T HEAR THE AUTO WHICH NARROWLY MISSED HIM...

HONK! HONK!

THAT'S ONE EGGHEAD WHO WON'T DAYDREAM ANYMORE WHEN HE CROSSES A STREET!

YOU CAN SAY THAT AGAIN!

AND THEN, UNNOTICED BY THE RIDERS, HE UNTHINKINGLY LEAPT TO SAFETY--

--BUT WHAT A LEAP IT WAS!

WHAT'S COME OVER ME? I--I SCALED THE WALL JUST AS EASILY AS I COULD WALK!

IT'S INCREDIBLE! I REACHED THE ROOF IN MERE SECONDS--

--AND I'VE CRUSHED THIS STEEL PIPE AS IF IT WERE PAPER!

IT'S THE SPIDER! IT HAS TO BE! SOMEHOW--IN SOME MIRACULOUS WAY, HIS BITE TRANSFERRED HIS OWN POWER--TO ME!

I--I'VE GOT TO HAVE TIME TO THINK--TO PLAN WHAT TO DO WITH THIS UNBELIEVABLE ABILITY WHICH FATE HAS GIVEN ME!

$100 to the man who can stay in the ring 3 MINUTES with CRUSHER HOGAN

BUT FATE HAD TURNED PETER PARKER FROM A BOOKWORM TO A MAN OF ACTION! THINKING AND PLANNING DIDN'T STOP THE ITCH TO TEST HIS NEW-FOUND POWER... AND HE GOT HIS CHANCE SOON ENOUGH! REMOVING HIS GLASSES --PUTTING A STOCKING OVER HIS HEAD--HE STEPPED INTO THE RING WITH CRUSHER HOGAN... AND BEAT HIM! RUSHING HOME, HE DESIGNED HIMSELF A COSTUME AND A PAIR OF WEB-SHOOTERS ...AND SPIDER-MAN WAS BORN!

TV

FOR ONCE IN HIS LIFE, PETER PARKER WAS BREATHING THE SWEET SMELL OF SUCCESS! NOBODY KNEW THAT HE WAS THE SPECTACULAR SPIDER-MAN--

--BUT HE DIDN'T LET THAT STOP HIM FROM ENJOYING THE PRAISE HEAPED ON HIS ALTER-EGO BY AN ADORING PUBLIC!

NOW, ANYBODY WITH THE INTELLIGENCE OF A SEVEN-YEAR-OLD KNOWS THAT IF A MAN APPEARED ON TV WHO SEEMED MORE SPIDER THAN HUMAN, HE'D BE AN OVERNIGHT SENSATION! ESPECIALLY WHEN HIS FEATS WERE PERFORMED WITHOUT THE HELP OF TRICK PHOTOGRAPHY! WELL, YOU CAN JUST IMAGINE HOW THE PUBLIC REACTED TO SPIDER-MAN! IN THE DAYS THAT FOLLOWED, THE WALL-CRAWLING WONDER BECAME THE SENSATION OF THE NATION!

DAILY BUGLE WHO IS THE SPIDER-MAN?

DAILY BUGLE WHO IS THE SPIDER-MAN?

DAILY BUGLE WHO IS THE SPIDER-MAN?

DAILY BUGLE WHO IS THE SPIDER-MAN?

INDEED, HE GREW PRETTY COCKY--AND PRETTY PARTICULAR ABOUT WHOM HE'D TAKE ORDERS FROM!

HEY! WHAT'S GOIN' ON?!

STOP, THIEF! STOP HIM! IF HE MAKES IT TO THE ELEVATOR, HE'LL GET AWAY!

THE THIEF MADE GOOD HIS ESCAPE!

WHAT'S WITH YOU, MISTER? ALL YOU HADDA DO WAS TRIP HIM, OR HOLD HIM JUST FOR A MINUTE!

SORRY, PAL! THAT'S YOUR JOB! I'M THROUGH BEING PUSHED AROUND--

--BY ANYONE! FROM NOW ON, I LOOK OUT FOR NUMBER ONE! AND THAT MEANS--ME!

WHY YOU--?! I OUGHTTA RUN YOU IN!

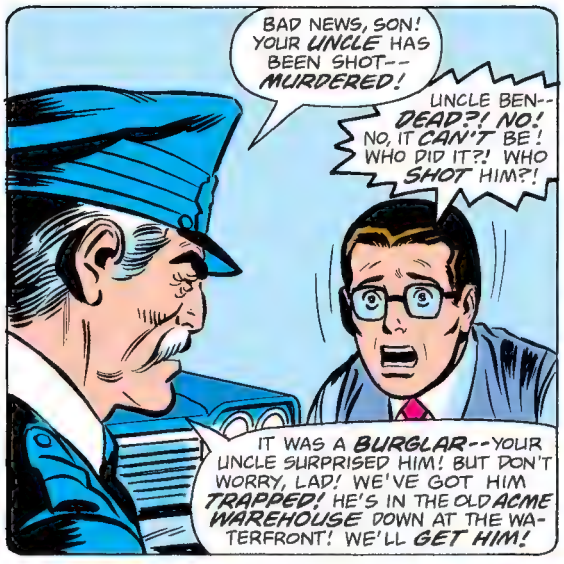
SAVE YOUR BREATH, BUDDY! I'VE GOT THINGS TO DO!

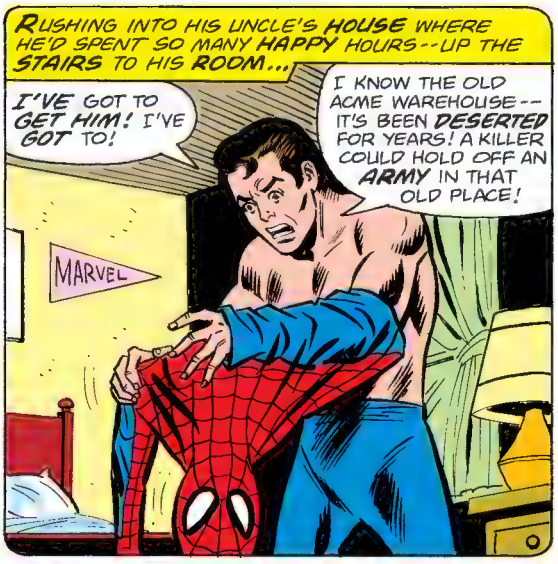
AT THAT MOMENT, ALTHOUGH HE WOULDN'T FIND OUT UNTIL A FEW DAYS LATER--PETER PARKER MADE HIS FIRST AND MOST TRAGIC MISTAKE!

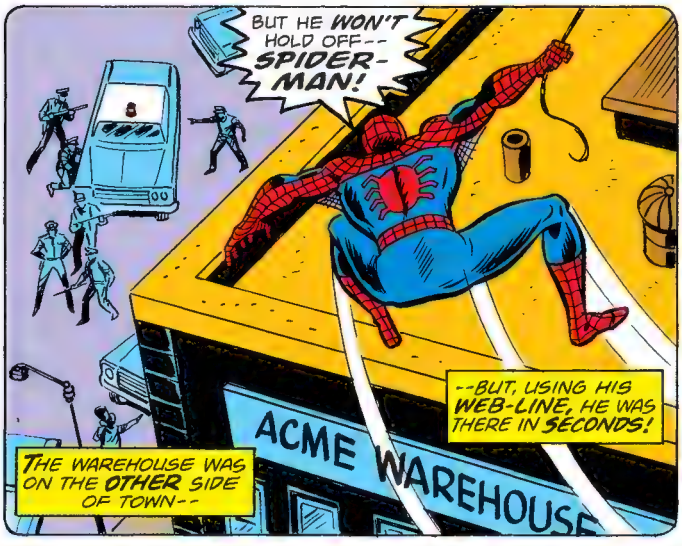
A--A POLICE CAR! IN FRONT OF OUR HOUSE!

WHAT--WHAT CAN BE WRONG?!

NY PD

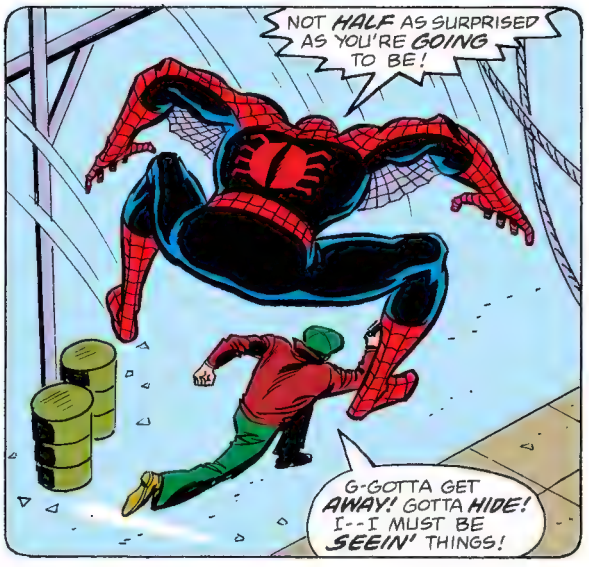

BAD NEWS, SON! YOUR UNCLE HAS BEEN SHOT-- MURDERED!
UNCLE BEN-- DEAD?! NO! NO, IT CAN'T BE! WHO DID IT?! WHO SHOT HIM?!
IT WAS A BURGLAR--YOUR UNCLE SURPRISED HIM! BUT DON'T WORRY, LAD! WE'VE GOT HIM TRAPPED! HE'S IN THE OLD ACME WAREHOUSE DOWN AT THE WATERFRONT! WE'LL GET HIM!

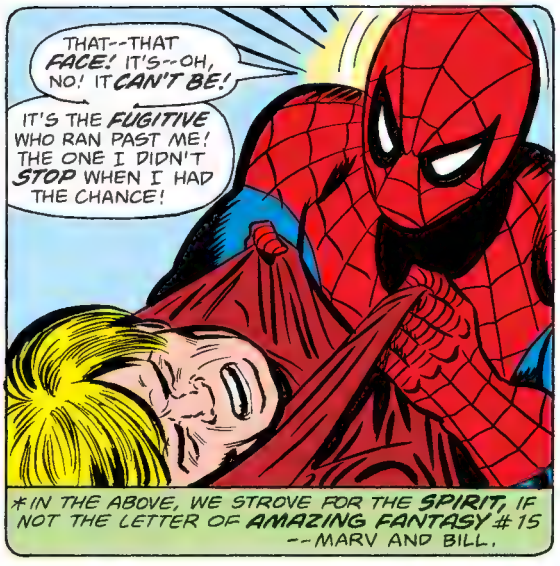

RUSHING INTO HIS UNCLE'S HOUSE WHERE HE'D SPENT SO MANY HAPPY HOURS--UP THE STAIRS TO HIS ROOM...
I'VE GOT TO GET HIM! I'VE GOT TO!
I KNOW THE OLD ACME WAREHOUSE-- IT'S BEEN DESERTED FOR YEARS! A KILLER COULD HOLD OFF AN ARMY IN THAT OLD PLACE!
MARVEL

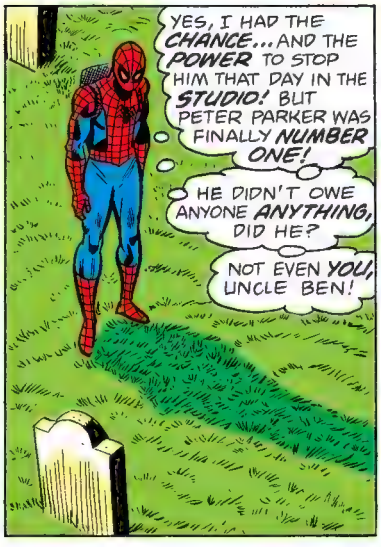

BUT HE WON'T HOLD OFF-- SPIDER-MAN!
--BUT, USING HIS WEB-LINE, HE WAS THERE IN SECONDS!
THE WAREHOUSE WAS ON THE OTHER SIDE OF TOWN--
ACME WAREHOUSE

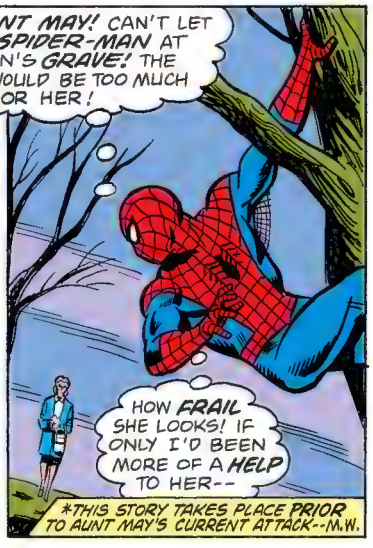
WHILE, WITHIN THE GLOOMY OLD PILE...
ALL I GOTTA DO IS HOLD 'EM OFF 'TIL THE MOON GOES DOWN; THEN I OUGHTTA BE ABLE TO SLIP AWAY IN THE DARK!
YOU'LL NEVER ESCAPE AGAIN, MURDERER!

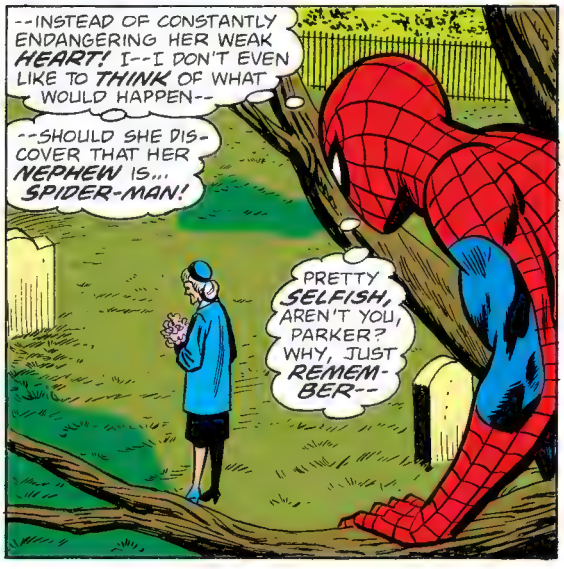
HUH?? WHAT THE--???
SURPRISED TO SEE ME?


NOT HALF AS SURPRISED AS YOU'RE GOING TO BE!
G-GOTTA GET AWAY! GOTTA HIDE! I--I MUST BE SEEIN' THINGS!


THAT--THAT FACE! IT'S--OH, NO! IT CAN'T BE!
IT'S THE FUGITIVE WHO RAN PAST ME! THE ONE I DIDN'T STOP WHEN I HAD THE CHANCE!
*IN THE ABOVE, WE STROVE FOR THE SPIRIT, IF NOT THE LETTER OF AMAZING FANTASY #15 --MARV AND BILL.

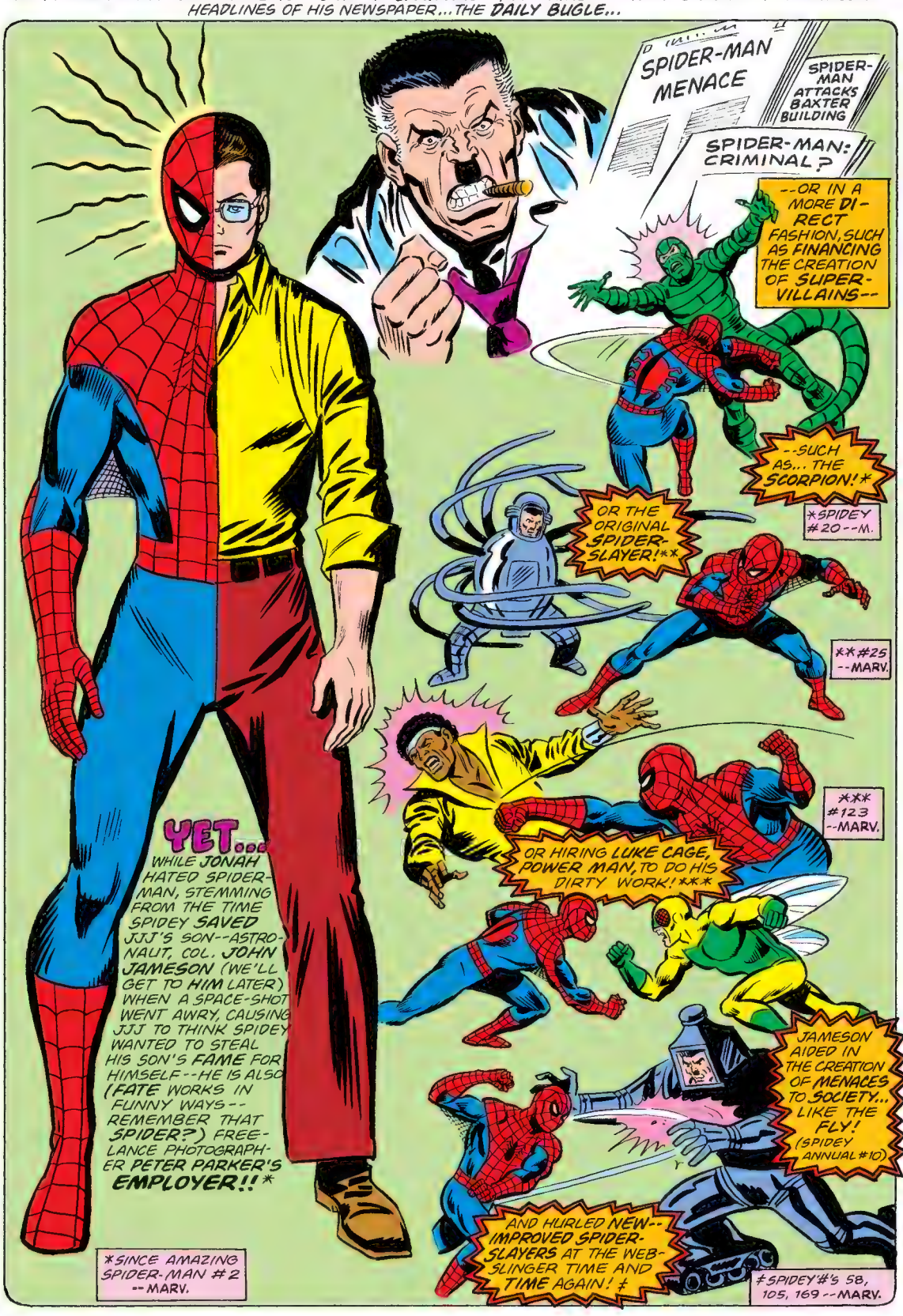

YES, I HAD THE CHANCE... AND THE POWER TO STOP HIM THAT DAY IN THE STUDIO! BUT PETER PARKER WAS FINALLY NUMBER ONE!
HE DIDN'T OWE ANYONE ANYTHING, DID HE?
NOT EVEN YOU, UNCLE BEN!

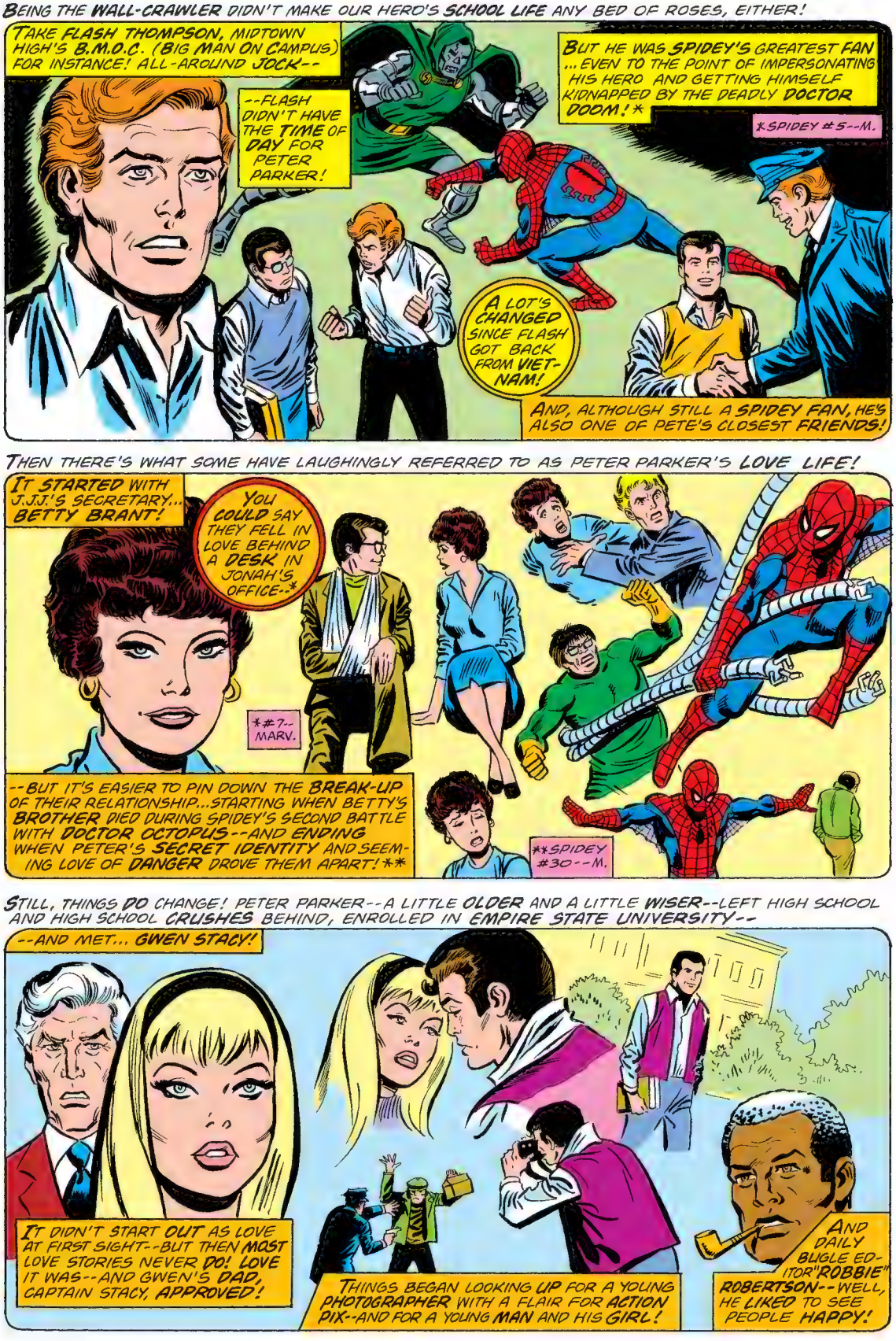

IT'S AUNT MAY! CAN'T LET HER SEE SPIDER-MAN AT UNCLE BEN'S GRAVE! THE SHOCK WOULD BE TOO MUCH FOR HER!
HOW FRAIL SHE LOOKS! IF ONLY I'D BEEN MORE OF A HELP TO HER--
*THIS STORY TAKES PLACE PRIOR TO AUNT MAY'S CURRENT ATTACK--M.W.

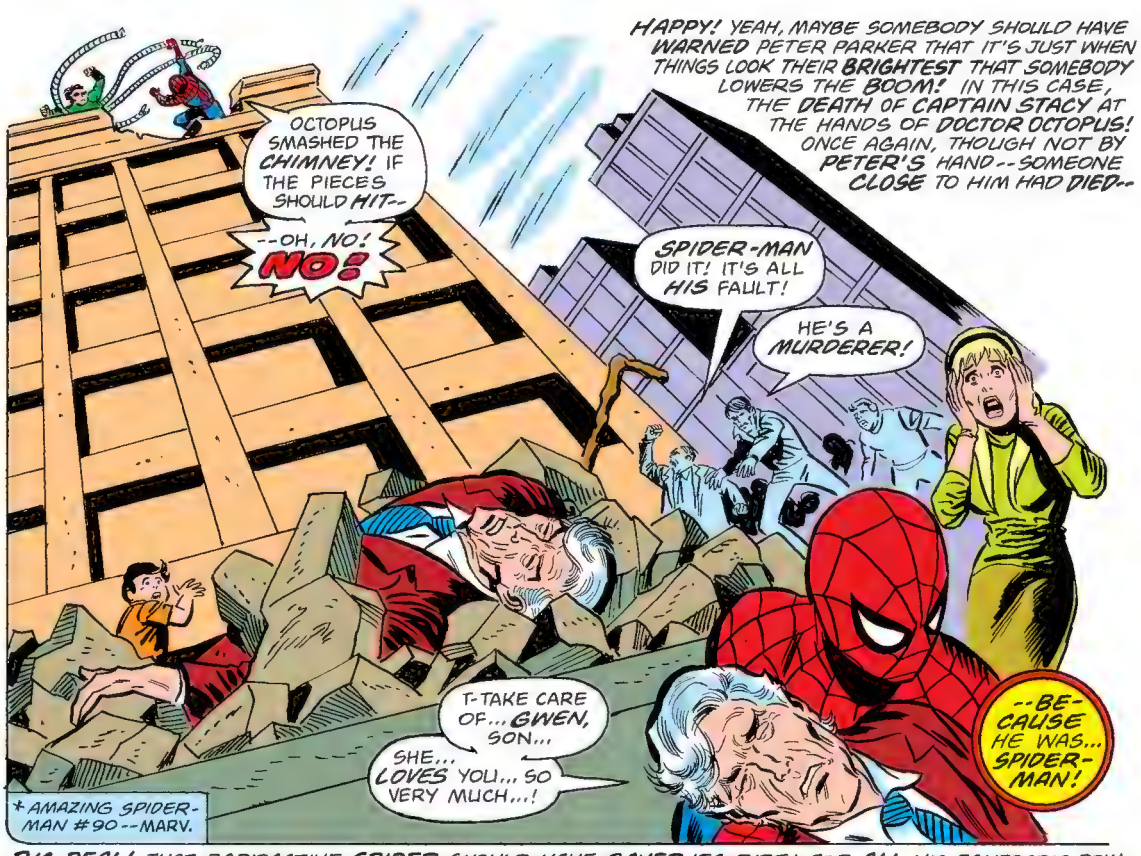

--INSTEAD OF CONSTANTLY ENDANGERING HER WEAK HEART! I--I DON'T EVEN LIKE TO THINK OF WHAT WOULD HAPPEN--
--SHOULD SHE DISCOVER THAT HER NEPHEW IS... SPIDER-MAN!
PRETTY SELFISH, AREN'T YOU, PARKER? WHY, JUST REMEMBER--

--ALL THE SACRIFICES HIS AUNT MAY HAD MADE FOR HIM AFTER UNCLE BEN'S DEATH!

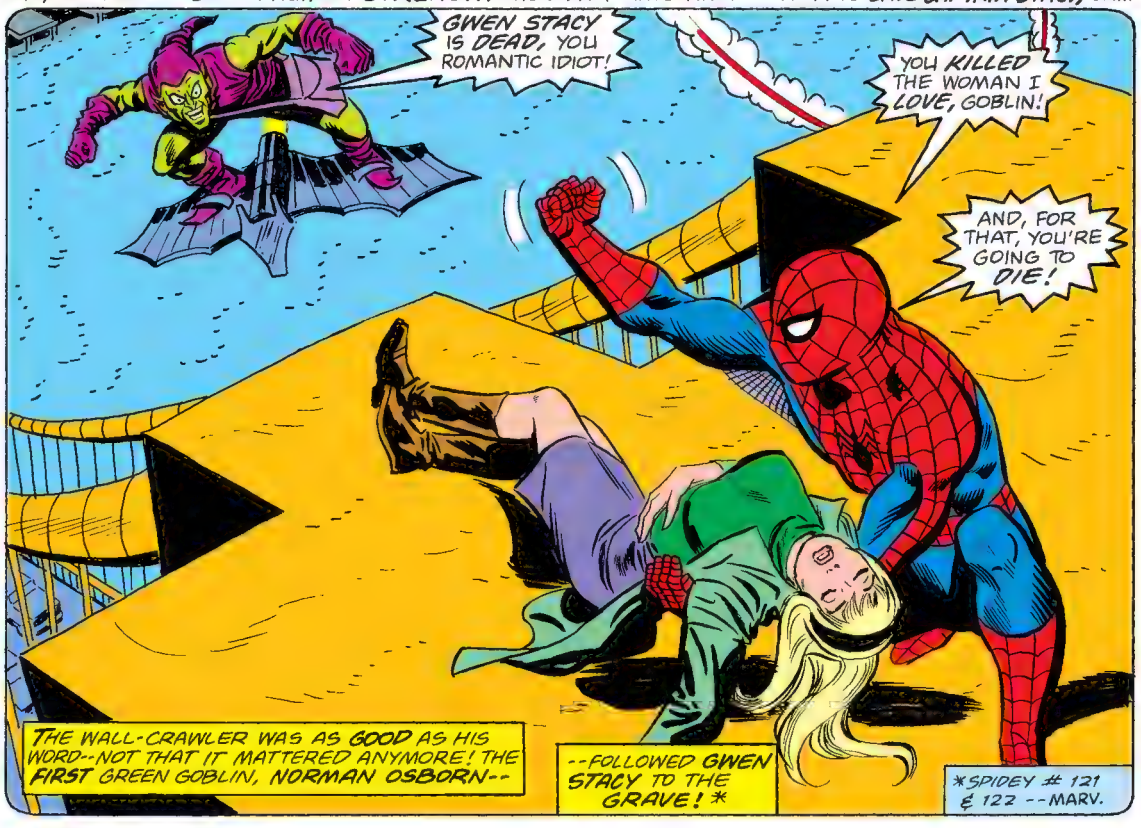
PETER TRIED TO HELP...AS SPIDER-MAN! RETURNING TO SHOW BUSINESS, HE PERFORMED BEFORE LARGER AND LARGER AUDIENCES! BUT THE TROUBLE HE HAD CASHING HIS CHECKS--
--WAS NOTHING COMPARED TO--
MIGHT AS WELL GO BACK WHERE YOU CAME FROM, SPIDER-MAN! THERE'LL BE NO MORE SHOWS!
WHAT? WHY?! WHAT HAP-PENED?
THE DAILY BUGLE HAD HAPPENED!
DAILY BUGLE
SPIDER-MAN MENACE
ONE MAN, FOR REASONS OF HIS OWN, HAD DECIDED THAT THE COSTUMED YOUTH WAS A MENACE TO SOCIETY!
BUT THAT MAN WAS J. JONAH JAMESON, PUBLISHER OF A GREAT NEWSPAPER...AND PEOPLE BELIEVED HIM!
PETER WAS DESPER-ATE...HE WAS BROKE, AND THE RENT WAS DUE! WHERE DOES A HIGH SCHOOL STU-DENT WITH SUPER-POWERS GO TO GET A JOB? PETER WENT TO THE BAX-TER BUILDING--
--TO JOIN THE WORLD-FAMOUS FANTASTIC FOUR!
BUT, WELL--MISUNDERSTAND-INGS DO HAPPEN!
I MIGHT HAVE KNOWN! YOU GUYS ARE JUST LIKE ALL THE REST! READY TO BELIEVE THE WORST OF ANYONE!
WAIT--COME BACK!
I'VE SHOWN YOU WHAT I CAN DO! HOW MUCH DOES THE JOB PAY?
AFRAID YOU MADE A MISTAKE--WE'RE A NON-PROFIT OR-GANIZATION!
WE PAY NO SALARIES, AND NO BONUSES! ANY PROFIT WE MAKE GOES INTO SCIENTIFIC RESEARCH!
I KNEW IT! THAT KOOK HAS ROCKS IN HIS HEAD!
BESIDES, AREN'T YOU WANTED BY THE POLICE? THIS ISN'T "OUTLAWS ANONYMOUS!"
TOO LATE, SUE--HE'S GONE!
AN' GOOD RIDDANCE, IF YA ASK ME!
* SPIDEY #1--MARV.


J. JONAH JAMESON NEVER LET UP! OVER THE YEARS, HE HAMMERED AWAY AT SPIDER-MAN--CALLED HIM EVERYTHING FROM A VIGILANTE TO A COMMON CRIMINAL--ATTACKING THE WALL-CRAWLER IN THE TABLOID HEADLINES OF HIS NEWSPAPER...THE DAILY BUGLE...
SPIDER-MAN MENACE
SPIDER-MAN ATTACKS BAXTER BUILDING
SPIDER-MAN: CRIMINAL?
--OR IN A MORE DIRECT FASHION, SUCH AS FINANCING THE CREATION OF SUPER-VILLAINS--
--SUCH AS... THE SCORPION!*
*SPIDEY #20--M.
OR THE ORIGINAL SPIDER-SLAYER!**
**#25 --MARV.
OR HIRING LUKE CAGE, POWER MAN, TO DO HIS DIRTY WORK!***
***#123 --MARV.
JAMESON AIDED IN THE CREATION OF MENACES TO SOCIETY... LIKE THE FLY! (SPIDEY ANNUAL #10)
AND HURLED NEW--IMPROVED SPIDER-SLAYERS AT THE WEB-SLINGER TIME AND TIME AGAIN! ≠
≠SPIDEY'#'s 58, 105, 169--MARV.
YET... WHILE JONAH HATED SPIDER-MAN, STEMMING FROM THE TIME SPIDEY SAVED JJJ'S SON--ASTRONAUT, COL. JOHN JAMESON (WE'LL GET TO HIM LATER) WHEN A SPACE-SHOT WENT AWRY, CAUSING JJJ TO THINK SPIDEY WANTED TO STEAL HIS SON'S FAME FOR HIMSELF--HE IS ALSO (FATE WORKS IN FUNNY WAYS--REMEMBER THAT SPIDER?) FREE-LANCE PHOTOGRAPHER PETER PARKER'S EMPLOYER!!*
*SINCE AMAZING SPIDER-MAN #2 --MARV.

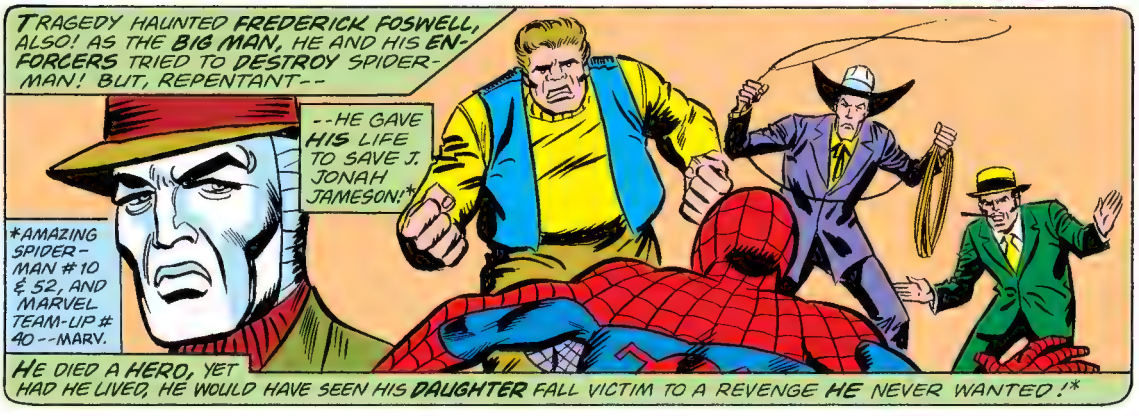

BEING THE WALL-CRAWLER DIDN'T MAKE OUR HERO'S SCHOOL LIFE ANY BED OF ROSES, EITHER!
TAKE FLASH THOMPSON, MIDTOWN HIGH'S B.M.O.C. (BIG MAN ON CAMPUS) FOR INSTANCE! ALL-AROUND JOCK--
--FLASH DIDN'T HAVE THE TIME OF DAY FOR PETER PARKER!
BUT HE WAS SPIDEY'S GREATEST FAN ...EVEN TO THE POINT OF IMPERSONATING HIS HERO AND GETTING HIMSELF KIDNAPPED BY THE DEADLY DOCTOR DOOM!*
*SPIDEY #5--M.
A LOT'S CHANGED SINCE FLASH GOT BACK FROM VIET-NAM!
AND, ALTHOUGH STILL A SPIDEY FAN, HE'S ALSO ONE OF PETE'S CLOSEST FRIENDS!
THEN THERE'S WHAT SOME HAVE LAUGHINGLY REFERRED TO AS PETER PARKER'S LOVE LIFE!
IT STARTED WITH J.JJ.'S SECRETARY... BETTY BRANT!
YOU COULD SAY THEY FELL IN LOVE BEHIND A DESK IN JONAH'S OFFICE--*
*#7--MARV.
--BUT IT'S EASIER TO PIN DOWN THE BREAK-UP OF THEIR RELATIONSHIP...STARTING WHEN BETTY'S BROTHER DIED DURING SPIDEY'S SECOND BATTLE WITH DOCTOR OCTOPUS--AND ENDING WHEN PETER'S SECRET IDENTITY AND SEEMING LOVE OF DANGER DROVE THEM APART!**
**SPIDEY #30--M.
STILL, THINGS DO CHANGE! PETER PARKER--A LITTLE OLDER AND A LITTLE WISER--LEFT HIGH SCHOOL AND HIGH SCHOOL CRUSHES BEHIND, ENROLLED IN EMPIRE STATE UNIVERSITY--
--AND MET... GWEN STACY!
IT DIDN'T START OUT AS LOVE AT FIRST SIGHT--BUT THEN MOST LOVE STORIES NEVER DO! LOVE IT WAS--AND GWEN'S DAD, CAPTAIN STACY, APPROVED!
THINGS BEGAN LOOKING UP FOR A YOUNG PHOTOGRAPHER WITH A FLAIR FOR ACTION PIX--AND FOR A YOUNG MAN AND HIS GIRL!
AND DAILY BUGLE EDITOR "ROBBIE" ROBERTSON--WELL, HE LIKED TO SEE PEOPLE HAPPY!


HAPPY! YEAH, MAYBE SOMEBODY SHOULD HAVE WARNED PETER PARKER THAT IT'S JUST WHEN THINGS LOOK THEIR BRIGHTEST THAT SOMEBODY LOWERS THE BOOM! IN THIS CASE, THE DEATH OF CAPTAIN STACY AT THE HANDS OF DOCTOR OCTOPUS! ONCE AGAIN, THOUGH NOT BY PETER'S HAND--SOMEONE CLOSE TO HIM HAD DIED--
OCTOPUS SMASHED THE CHIMNEY! IF THE PIECES SHOULD HIT--
--OH, NO! NO!
SPIDER-MAN DID IT! IT'S ALL HIS FAULT!
HE'S A MURDERER!
T-TAKE CARE OF... GWEN, SON...
SHE... LOVES YOU... SO VERY MUCH...!
--BE-CAUSE HE WAS... SPIDER-MAN!
*AMAZING SPIDER-MAN #90--MARV.

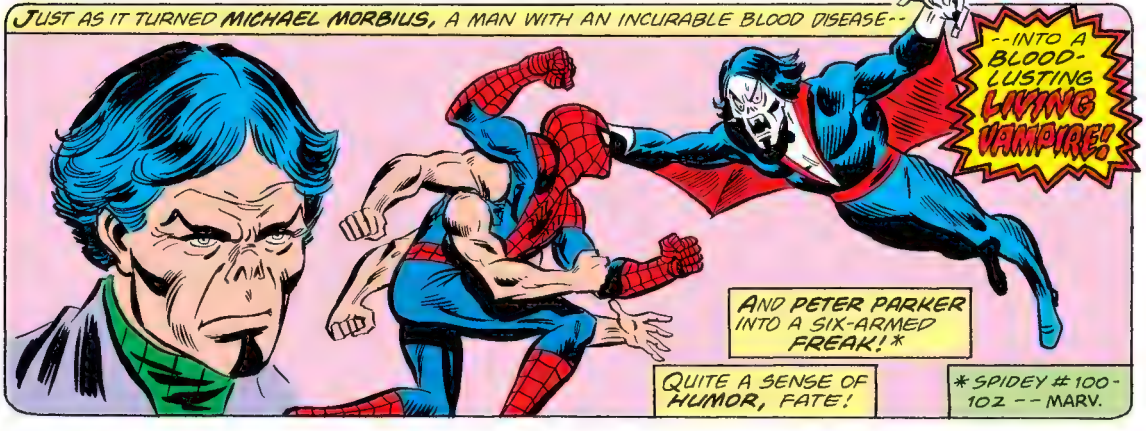
BIG DEAL! THAT RADIOACTIVE SPIDER SHOULD HAVE SAVED ITS BITE! FOR ALL HIS FANTASTIC POWER, FOR ALL HIS SUPER-HUMAN STRENGTH--HE DIDN'T HAVE WHAT IT TOOK TO SAVE CAPTAIN STACY, OR...


GWEN STACY IS DEAD, YOU ROMANTIC IDIOT!
YOU KILLED THE WOMAN I LOVE, GOBLIN!
AND, FOR THAT, YOU'RE GOING TO DIE!
THE WALL-CRAWLER WAS AS GOOD AS HIS WORD--NOT THAT IT MATTERED ANYMORE! THE FIRST GREEN GOBLIN, NORMAN OSBORN--
--FOLLOWED GWEN STACY TO THE GRAVE! *
*SPIDEY # 121 & 122 --MARV.

BUT, IF YOU THINK LIFE WAS UNRELENTINGLY GRIM FOR OUR WEB-SLINGER--
--CONSIDER THE CASE OF CURT CONNERS, A ONE-ARMED SCIENTIST--
--WHO TRIED TO REGENERATE HIS LOST LIMB... FAILED...AND INSTEAD BECAME--
--THE LETHAL LIZARD!*
*SPIDEY #6--MARV.


TRAGEDY HAUNTED FREDERICK FOSWELL, ALSO! AS THE BIG MAN, HE AND HIS ENFORCERS TRIED TO DESTROY SPIDER-MAN! BUT, REPENTANT--
--HE GAVE HIS LIFE TO SAVE J. JONAH JAMESON!*
*AMAZING SPIDER-MAN #10 & 52, AND MARVEL TEAM-UP #40--MARV.
HE DIED A HERO, YET HAD HE LIVED, HE WOULD HAVE SEEN HIS DAUGHTER FALL VICTIM TO A REVENGE HE NEVER WANTED!*

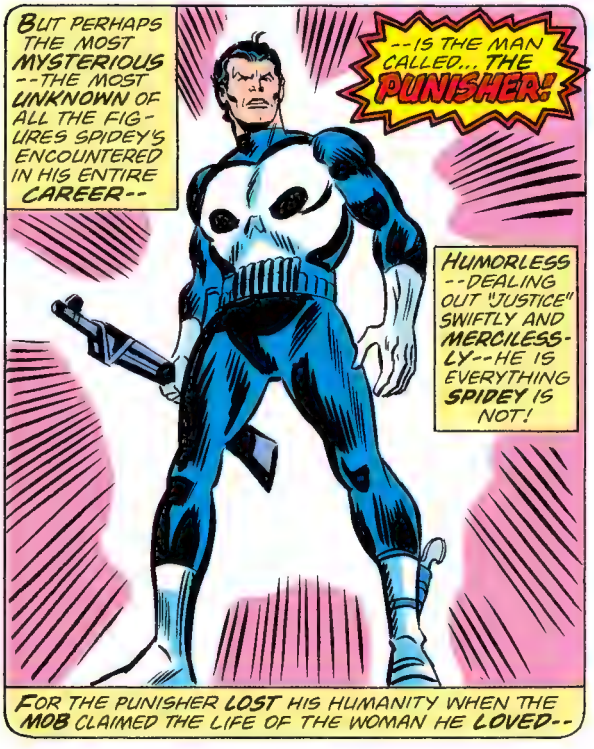
OR CONSIDER THE PLIGHT OF COLONEL JOHN JAMESON--WHO NEVER SHARED HIS FATHER'S HATRED OF SPIDER-MAN!
WHAT DID HE DO TO DESERVE BECOMING... THE MAN-WOLF?!*
*SPIDEY #724--MARV.
NOTHING! BUT, AS FATE CHOSE A SPIDER TO IRRADIATE PETER PARKER--SO IT CHOSE A MOONSTONE TO CHANGE JOHN JAMESON INTO A MONSTER!


JUST AS IT TURNED MICHAEL MORBIUS, A MAN WITH AN INCURABLE BLOOD DISEASE--
--INTO A BLOOD-LUSTING LIVING VAMPIRE!
AND PETER PARKER INTO A SIX-ARMED FREAK!*
QUITE A SENSE OF HUMOR, FATE!
*SPIDEY #100-102--MARV.

AND YOU MIGHT CALL THE CASE OF HARRY OSBORN--
--NORMAN OSBORN'S SON, AND PETER PARKER'S FRIEND AND SCHOOL-MATE--
--A CLASSIC EXAMPLE OF "FATE ON THE REBOUND!"
*SPIDEY # 136--MARV.
HARRY DIDN'T ASK FOR HIS DRUG ADDICTION--BUT THE NEWS OF HIS FATHER'S DEATH AND HIS OWN NEUROSES CREATED THE NEW GREEN GOBLIN!*
OF COURSE, NOT ALL OF SPIDEY'S VILLAINS HAVE BEEN DESERVING OF SYMPATHY! THERE'S ALSO:
KINGPIN!
THE VULTURE!
THE CHAMELEON!
ELECTRO!
THE SANDMAN!
KRAVEN--
--THE HUNTER!
AND, OF COURSE--
DOCTOR OCTOPUS!
MYSTERIO!
MOLTEN MAN!
THE RHINO!
THE SHOCKER!
HAMMERHEAD!
MIRAGE!
WILL-O'-THE-WISP!
(WELL, MAYBE HE'S DESERVING!)
THE BEETLE!
STEGRON--
--THE DINOSAUR MAN!
TARANTULA!

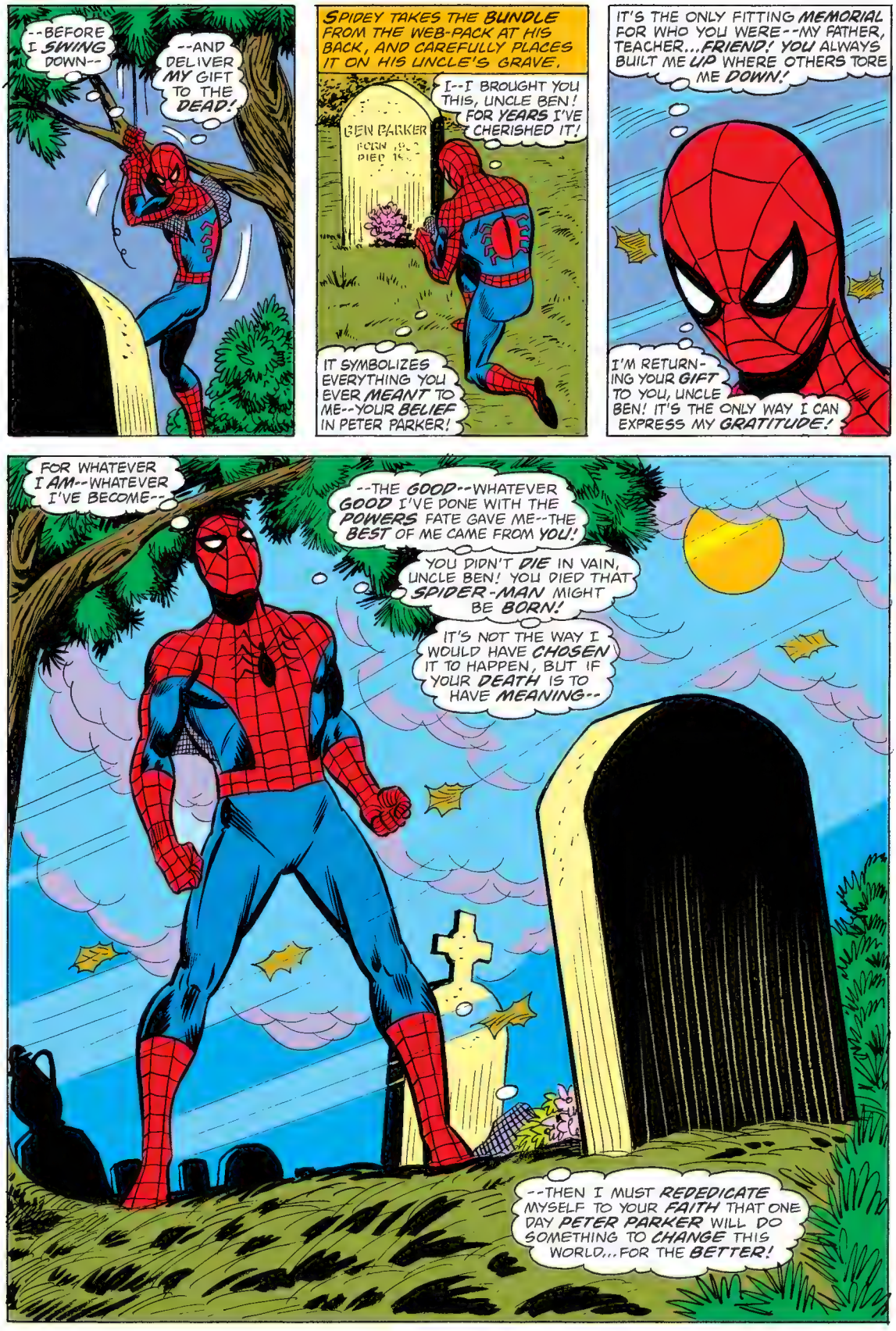
AND THEN AGAIN, BEING SOMEWHAT OF A **SUPER-CELEBRITY** AROUND THE **BIG APPLE** HIMSELF--

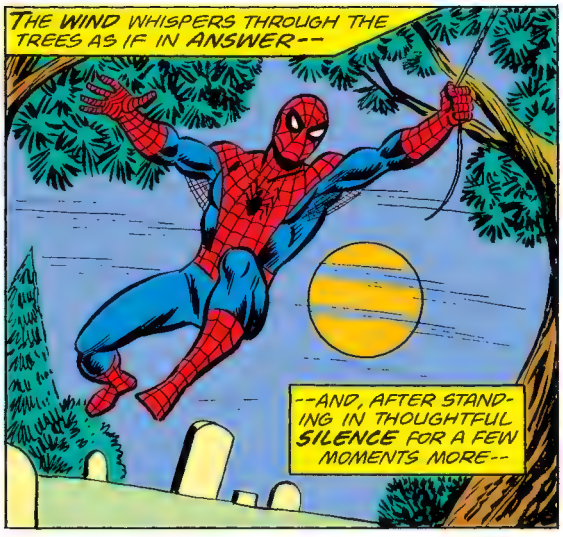
--IT WAS ONLY A MATTER OF **TIME** BEFORE SPIDEY **MET, FOUGHT** OR **BE-FRIENDED** EVERY OTHER **SUPER-HERO** IN TOWN!
JUST **IDENTIFYING** THEM ALL WOULD READ LIKE A **ROLL CALL** OF THE **MARVEL AGE** OF **COMICS!**


BUT PERHAPS THE MOST **MYSTERIOUS** --THE MOST **UNKNOWN** OF ALL THE FIGURES SPIDEY'S ENCOUNTERED IN HIS ENTIRE **CAREER**--
--IS THE MAN CALLED... **THE PUNISHER!**
HUMORLESS --DEALING OUT "JUSTICE" SWIFTLY AND **MERCILESSLY**--HE IS EVERYTHING **SPIDEY** IS NOT!
FOR THE PUNISHER **LOST** HIS HUMANITY WHEN THE **MOB** CLAIMED THE LIFE OF THE WOMAN HE **LOVED**--

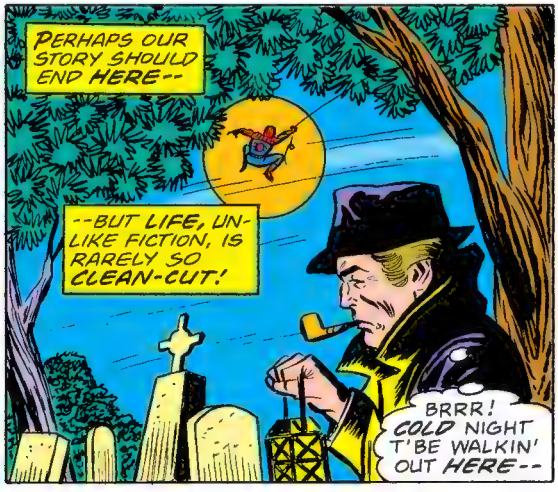
--WHILE **LOVE** JUST SEEMS TO FIND ITS WAY **BACK** TO PETER PARKER...JUST AS THINGS ARE LOOKING **DARKEST!**
HI, TIGER!
IF EVER **ANYONE** COULD REPLACE **GWEN STACY**--**MARY JANE WATSON** IS THE ONE TO **TRY!**

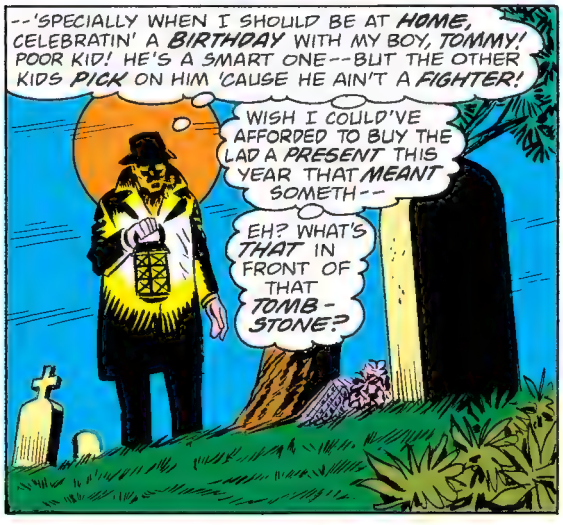
SO THAT BRINGS US PRETTY MUCH UP TO NOW, PILGRIM! THE LEGEND OF PETER PARKER, THE AMAZING SPIDER-MAN, HAS HAD MORE UPS AND DOWNS THAN A RUNAWAY ROLLER COASTER!
IT'S THE CONTINUING STORY OF A YOUNG MAN WITH MORE EXOTIC ENEMIES THAN YOU CAN SLING A WEB AT... A FEW GOOD AND FAITHFUL FRIENDS--
--AND THE GIRL WHO LOVES HIM!
IT'S THE KIND OF STORY THAT JOE ROBERTSON LIKES TO RUN IN THE SUNDAY BUGLE--YOU KNOW: HUMAN INTEREST!
BUT THEN, ROBBIE'S THAT RARE KIND OF GUY--
--WHO REMEMBERS THE GOOD IN PEOPLE OVER THE BAD!
AUNT MAY IS PLACING FLOWERS ON UNCLE BEN'S GRAVE--GETTING READY TO LEAVE!
I'LL WATCH HER FROM HERE--
--MAKE SURE SHE GETS SAFELY TO THE BUS STOP AND ON THE BUS--


--BEFORE I SWING DOWN--
--AND DELIVER MY GIFT TO THE DEAD!
SPIDEY TAKES THE BUNDLE FROM THE WEB-PACK AT HIS BACK, AND CAREFULLY PLACES IT ON HIS UNCLE'S GRAVE.
BEN PARKER
I--I BROUGHT YOU THIS, UNCLE BEN! FOR YEARS I'VE CHERISHED IT!
IT SYMBOLIZES EVERYTHING YOU EVER MEANT TO ME--YOUR BELIEF IN PETER PARKER!
IT'S THE ONLY FITTING MEMORIAL FOR WHO YOU WERE--MY FATHER, TEACHER...FRIEND! YOU ALWAYS BUILT ME UP WHERE OTHERS TORE ME DOWN!
I'M RETURNING YOUR GIFT TO YOU, UNCLE BEN! IT'S THE ONLY WAY I CAN EXPRESS MY GRATITUDE!
FOR WHATEVER I AM--WHATEVER I'VE BECOME--
--THE GOOD--WHATEVER GOOD I'VE DONE WITH THE POWERS FATE GAVE ME--THE BEST OF ME CAME FROM YOU!
YOU DIDN'T DIE IN VAIN, UNCLE BEN! YOU DIED THAT SPIDER-MAN MIGHT BE BORN!
IT'S NOT THE WAY I WOULD HAVE CHOSEN IT TO HAPPEN, BUT IF YOUR DEATH IS TO HAVE MEANING--
--THEN I MUST REDEDICATE MYSELF TO YOUR FAITH THAT ONE DAY PETER PARKER WILL DO SOMETHING TO CHANGE THIS WORLD...FOR THE BETTER!

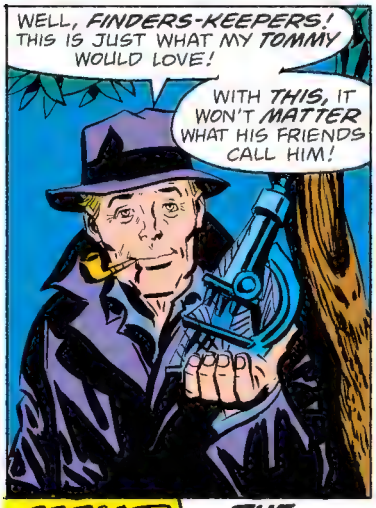


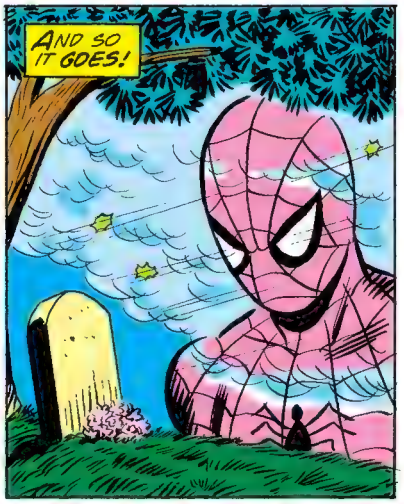
--THE YOUNG MAN KNOWN TO THE WORLD AS SPIDER-MAN SWINGS OFF INTO THE NIGHT!




--'SPECIALLY WHEN I SHOULD BE AT HOME, CELEBRATIN' A BIRTHDAY WITH MY BOY, TOMMY! POOR KID! HE'S A SMART ONE--BUT THE OTHER KIDS PICK ON HIM 'CAUSE HE AIN'T A FIGHTER!
WISH I COULD'VE AFFORDED TO BUY THE LAD A PRESENT THIS YEAR THAT MEANT SOMETH--
EH? WHAT'S THAT IN FRONT OF THAT TOMB-STONE?

WHY, I DON'T BELIEVE IT!
WHAT FOOL WOULD LEAVE AN EXPENSIVE THING LIKE A MICROSCOPE IN A GRAVEYARD??
SOMETHIN' STICKY ON IT--BUT IT SEEMS T'BE EVAPORATIN'!





NEXT ISSUE: THE LEGEND CONTINUES! THE ROCKET RACER ROLLS ON!

SPIDER-MAN
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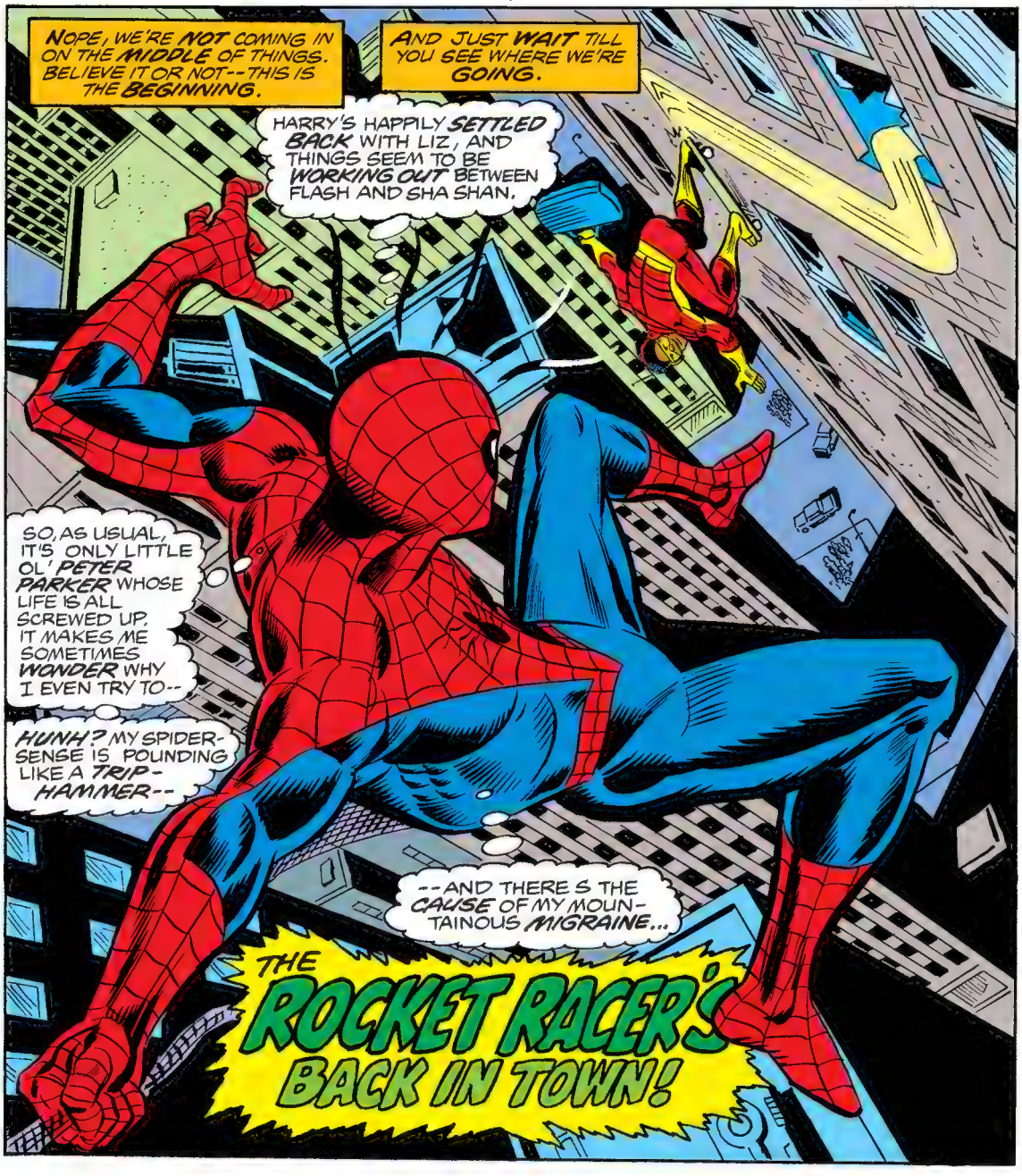
ALL-NEW! MORE THRILLING THAN EVER!
the AMAZING SPIDER-MAN®
©1978 MARVEL COMICS GROUP
IT'S A SHAME YOU SWUNG ALL THE WAY UP HERE--
--'CAUSE NOW IT'S A LONGER DROP DOWN!
ANDRU & ESPOSITO
THE ROCKET RACER'S BACK IN TOWN!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

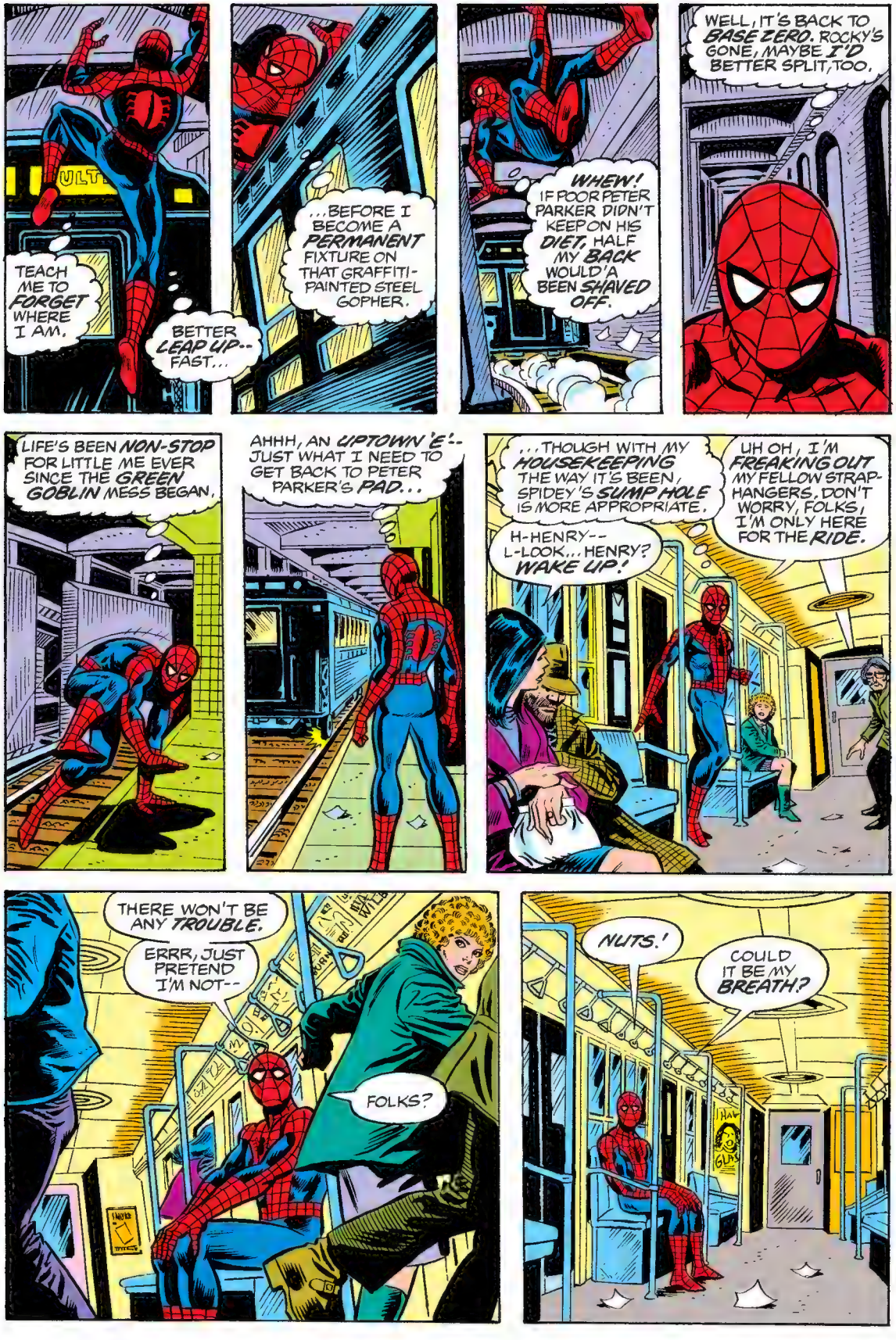
ROSS ANDRU, ARTIST • MIKE ESPOSITO, EMBELLISHER • J. COSTANZA, letterer • G. WEIN, colorist

ALL WELCOME SPIDEY'S NEW ERUDITE EDITOR AND SCRIPTER SUPREME: MARV WOLFMAN!

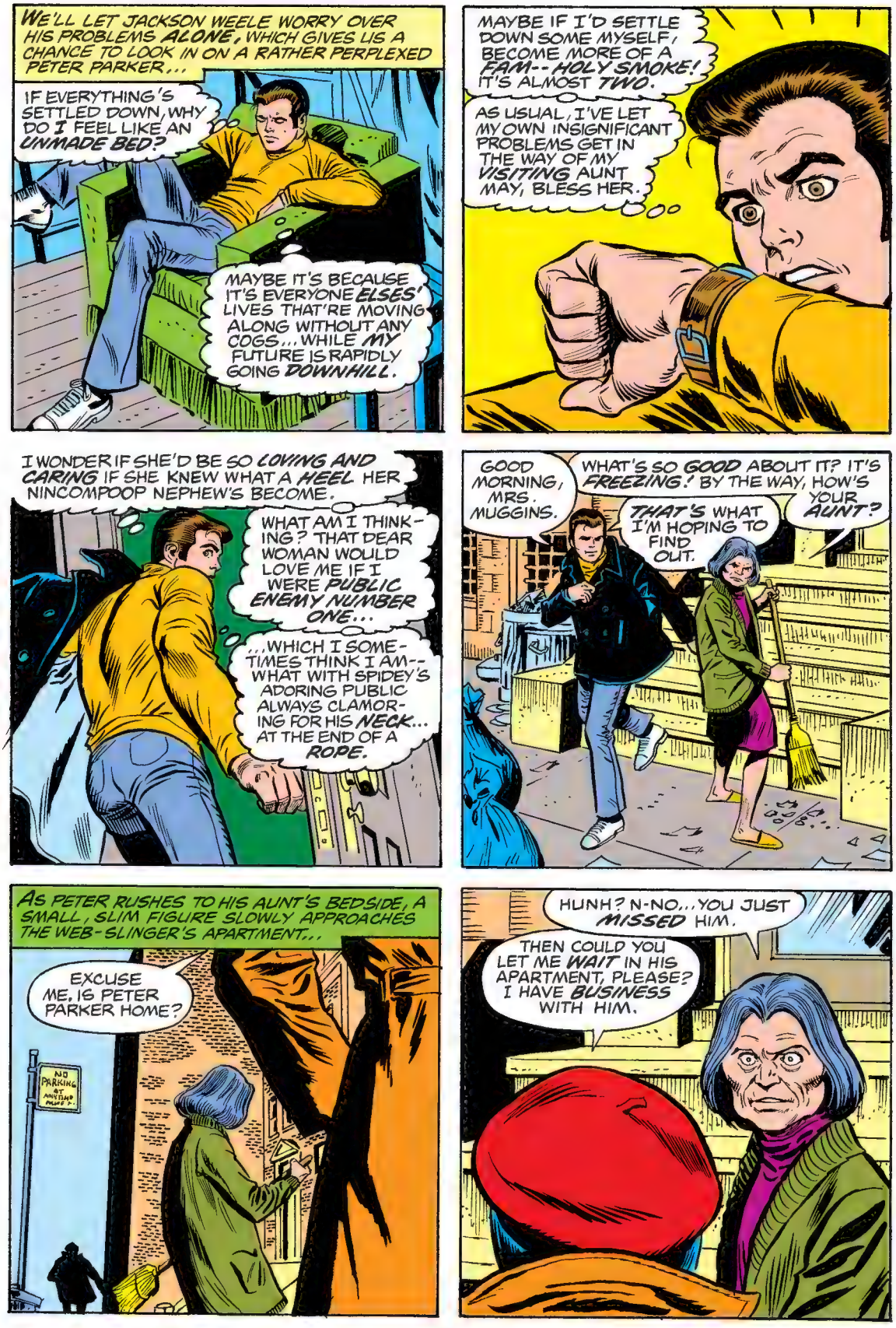

NOPE, WE'RE NOT COMING IN ON THE MIDDLE OF THINGS. BELIEVE IT OR NOT--THIS IS THE BEGINNING.
AND JUST WAIT TILL YOU SEE WHERE WE'RE GOING.
HARRY'S HAPPILY SETTLED BACK WITH LIZ, AND THINGS SEEM TO BE WORKING OUT BETWEEN FLASH AND SHA SHAN.
SO, AS USUAL, IT'S ONLY LITTLE OL' PETER PARKER WHOSE LIFE IS ALL SCREWED UP. IT MAKES ME SOMETIMES WONDER WHY I EVEN TRY TO--
HUNH? MY SPIDER-SENSE IS POUNDING LIKE A TRIP-HAMMER--
--AND THERE'S THE CAUSE OF MY MOUNTAINOUS MIGRAINE...
THE ROCKET RACER'S BACK IN TOWN!

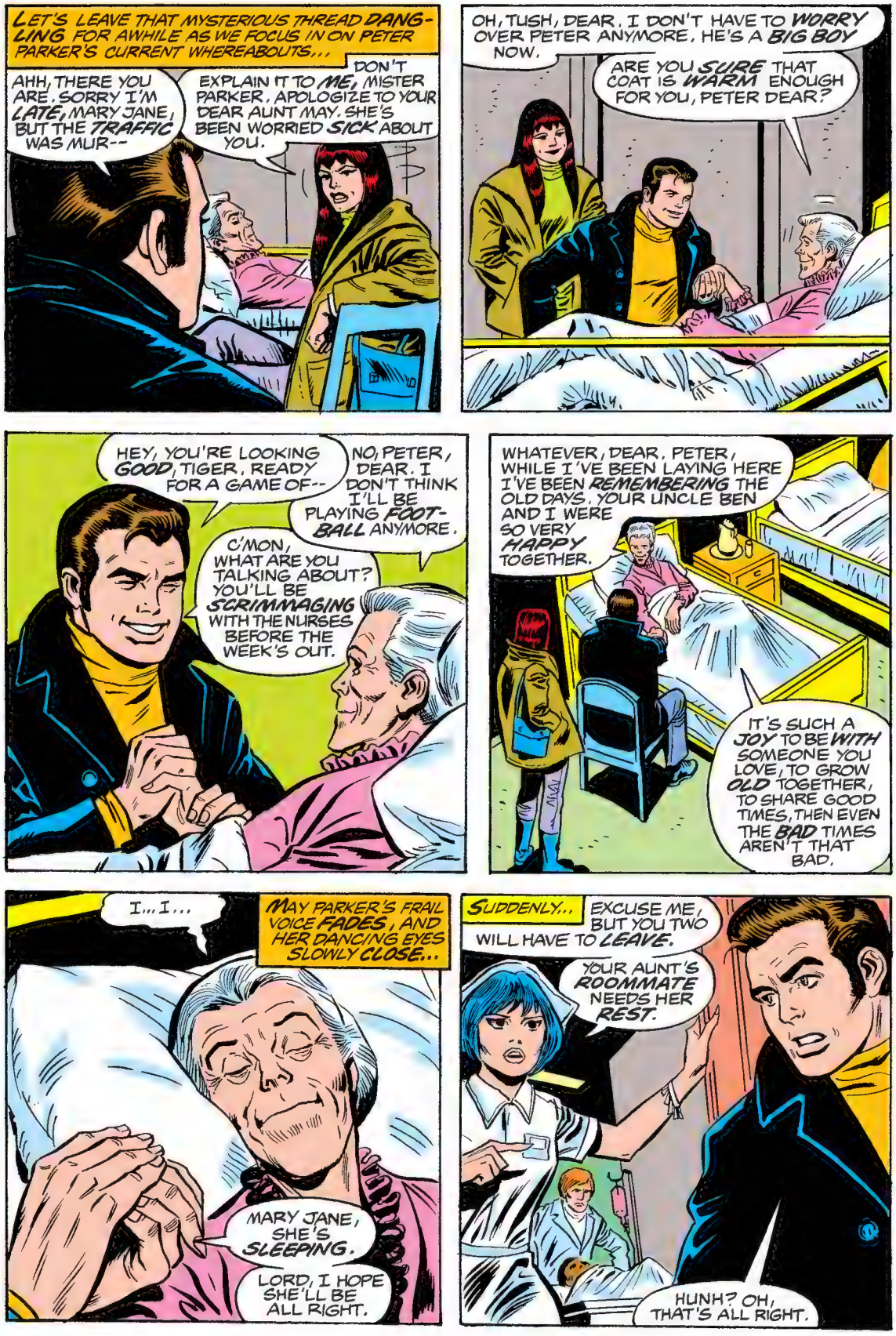
NUTS! I HAVEN'T THE TIME TO TANGLE WITH THAT WEB-HEADED WEIRDO.
TOO MUCH DEPENDS ON MY COMPLETING THIS RIDICULOUS ASSIGNMENT AND COLLECTING MY CASH.
AHH, I THINK I'VE LOST THE WALL-CRAWLER. IT PAYED TO HAVE THAT COOT, THE TINKERER, SOUP-UP MY MICRO-ROCKETS AND RE-DESIGN MY GYRO-SKATES!
OOPS, SPOKE TOO SOON. HE'S SPUN A WEB-BLOCKADE, AND I HAVEN'T THE SPEED TO BURST THROUGH IT.
ONLY CHANCE IS TO USE MY MINI-ROCKETS AND BLAST ME A KING-SIZED ESCAPE ROUTE.
WELL, LUCK'S ON MY SIDE FOR A CHANGE -- THAT EIGHTEEN-WHEELER'S DOING THE JOB FOR ME.
IT PROBABLY DIDN'T SEE THE FINELY-SPUN WEBBING IN TIME.
KRASH!
BUT THAT'S SPIDEY'S PROBLEM -- NOT MINE.
I'M ON MY WAY TO FREEDOM!
DON'T BELIEVE IT, FLY-BOY.
THE ONLY PLACE YOU'RE HEADED FOR -- IS RIGHT BACK TO THE STATE PEN.
YOU? HOW DID YOU FIND ME SO QUICKLY?
WOULD'JA BELIEVE A LITTLE SPIDER TOLD ME?
NAHHH! I CAN'T CREDIT YOU WITH THAT MUCH SENSE.

THINK WHATEVER YOU WANNA, WEB-HEAD--BUT I'M THE GUY WHOSE MAGNETIC CLAMPS ALLOW ME TO GO WHEREVER YOU DO--
POW
--AND I'M ALSO THE GUY WHOSE ROCKET-POWERED PUNCH CAN WAYLAY YOU LONG ENOUGH FOR ME TO ESCAPE.
COUNT YOURSELF LUCKY, WALL-CRAWLER. RIGHT NOW I'M IN TOO MUCH OF A RUSH TO FINISH YOU OFF.
MANHATTAN
NUTS! I FORGOT HOW FAST HE CAN MOVE ON HIS SKATEBOARD--HE'S ALREADY ZOOMED DOWN THAT SUBWAY KIOSK.
IF I DON'T MOVE FAST, I'LL LOSE HIM!
HEY!
MOVE IT, MISTER--I'VE GOT AN UPTOWN TRAIN TO DERAIL.
NOW WHY DID I HAVE TO SAY THAT? THE POOR SUCKER WILL PROBABLY BELIEVE ME, ALL NEW YORK'LL THINK SPIDER-MAN'S TAKEN TO HIJACKING SUBWAY TRAINS.
WELL, THAT'S THE LEAST OF MY CURRENT WORRIES--
--THAT SKATEBOARDING SURE-SHOT'S OUT-DISTANCING ME.
FAST AS I AM, I'M NO MATCH FOR HIS SOUPED-UP SKATES.
HUNH? NO SIGN OF HIM ANYWHERE--YET MY SPIDER-SENSE IS TINGLING AWAY LIKE AN ELECTRIC ALARM CLOCK.
AND WHAT'S THAT THUNDERING SCREECH BEARING DOWN THIS WAY?
ROCKY'S ENGINES NEVER SOUNDED LIKE THAT BEFORE...
OBOY.

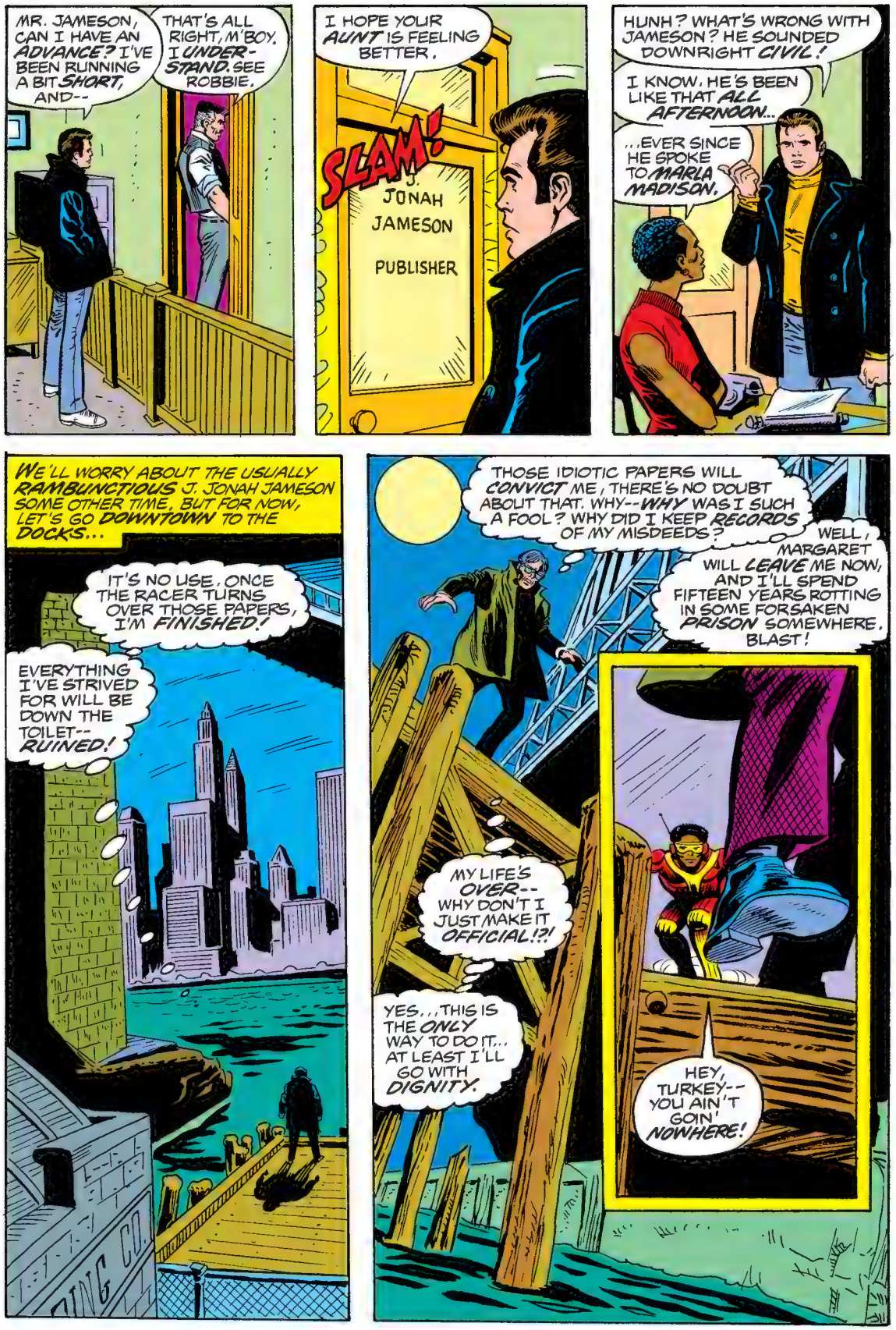

TEACH ME TO FORGET WHERE I AM.
BETTER LEAP UP-- FAST...
...BEFORE I BECOME A PERMANENT FIXTURE ON THAT GRAFFITI-PAINTED STEEL GOPHER.
WHEW! IF POOR PETER PARKER DIDN'T KEEP ON HIS DIET, HALF MY BACK WOULD'A BEEN SHAVED OFF.
WELL, IT'S BACK TO BASE ZERO. ROCKY'S GONE, MAYBE I'D BETTER SPLIT, TOO.
LIFE'S BEEN NON-STOP FOR LITTLE ME EVER SINCE THE GREEN GOBLIN MESS BEGAN.
AHHH, AN UPTOWN 'E'-- JUST WHAT I NEED TO GET BACK TO PETER PARKER'S PAD...
...THOUGH WITH MY HOUSEKEEPING THE WAY IT'S BEEN, SPIDEY'S SUMP HOLE IS MORE APPROPRIATE.
H-HENRY-- L-LOOK... HENRY? WAKE UP!
UH OH, I'M FREAKING OUT MY FELLOW STRAP-HANGERS. DON'T WORRY, FOLKS, I'M ONLY HERE FOR THE RIDE.
THERE WON'T BE ANY TROUBLE.
ERRR, JUST PRETEND I'M NOT--
FOLKS?
NUTS.!
COULD IT BE MY BREATH?

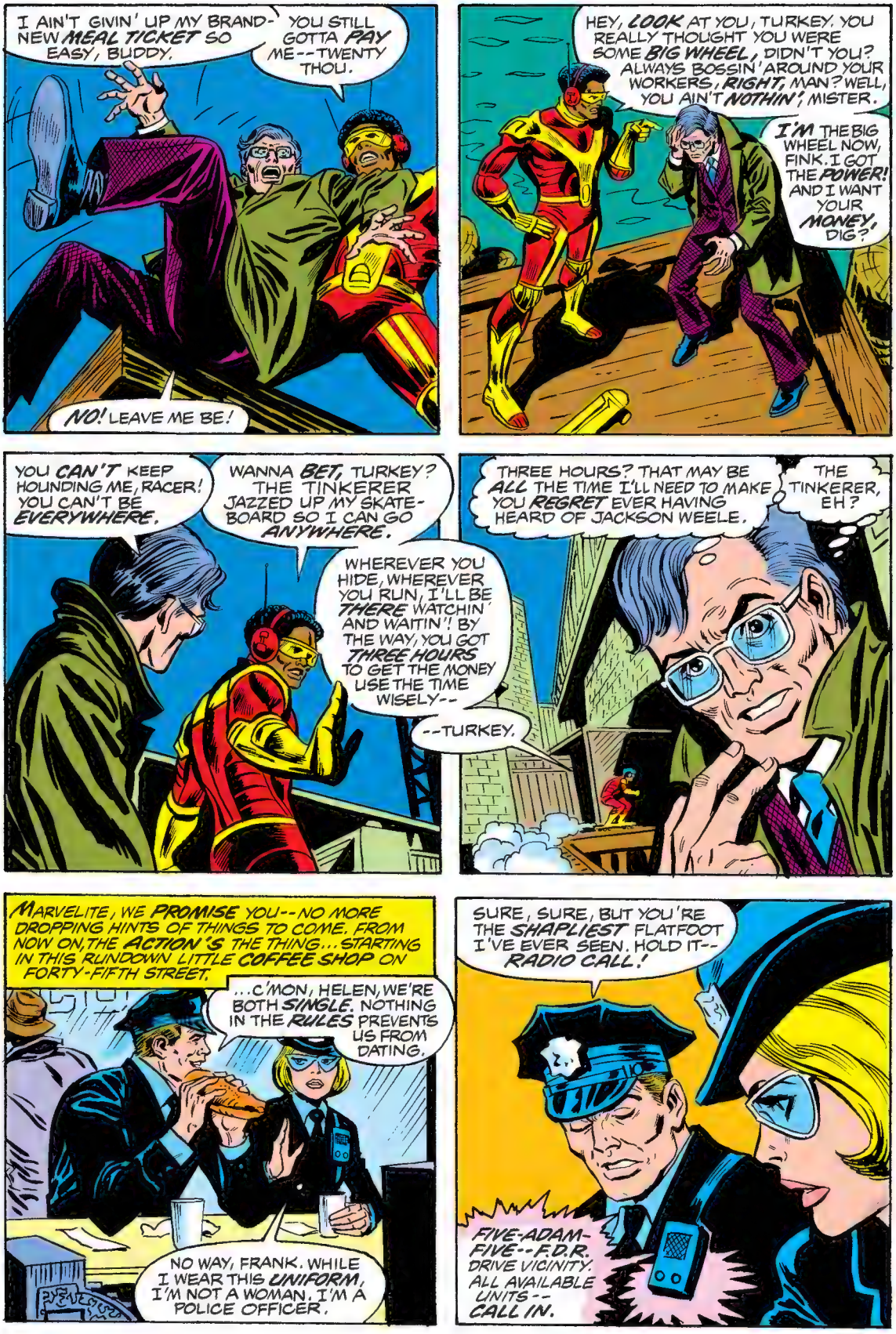
AS A SOLITARY AND SOLEMN SPIDEY MAKES HIS TREK BACK TO CHELSEA, IT'S TIME FOR US TO TAKE A LOOKSEE AT A CERTAIN SKATE-BOARDING SPEEDSTER...
HATED RUNNING AWAY FROM THE WALL-CRAWLER, BUT I HAD NO CHOICE... NOT IF I'M TO MAKE MY GRANDSTAND PLAY.
WEELE'S GOTTA BE PLAYED JUST PERFECTLY OR I'LL BLOW A FORTUNE...
FORBUSH
...AND THAT I CAN'T RISK...NOT NOW.
GOOD MORNING, WEELE. HERE'S THE SUITCASE, WHERE'S MY CASH? TEN THOU IN SMALL BILLS, AS WE AGREED.
YOU'LL GET IT, RACER -- AFTER I'VE SHREDDED THE EMBEZZLEMENT EVIDENCE AGAINST ME.
THEN NO ONE WILL ACCUSE JACKSON WEELE OF-- WAIT!
ARE YOU TRYING TO PLAY GAMES, RACER?
THE MINERVA DOCUMENT'S NOT IN HERE... IT'S THE MOST DAMAGING EVIDENCE AGAINST ME.
YOU KNOW IT, BIG WHEEL.
NOW SIT DOWN AND SHUT UP. YOUR WHINING IS STARTING TO SICKEN ME
OUR ORIGINAL DEAL IS BEIN' CHANGED, WEELE. TEN THOU FOR THIS CASE, TEN MORE FOR THE MINERVA STUFF.
WHAT? YOU CAN'T DO THAT. THAT'S, B-BLACKMAIL!
HEY, YOU'RE REALLY A BRIGHT BOY, SWEETY. HOW'D YOU EVER SCREW UP AN' LEAVE THAT ITTY-BITTY PAPER BEHIND EH?
SHUCKS, WEELE, IF THAT SHOULD JUST HAPPEN TO FALL INTO THE RIGHT HANDS, YOU'LL BE ON BREAD AND WATER FOR THE NEXT FIFTEEN YEARS... IF YOU'RE LUCKY.
LISTEN, WEELE, YOU GOT YOURSELF A NIGHT TO THINK THINGS OVER. BUT REMEMBER, HANDSOME, YOU GOT MORE TO LOSE THEN TEN THOU.
SEEYA-- BIG WHEEL.
OH NO-- NO!

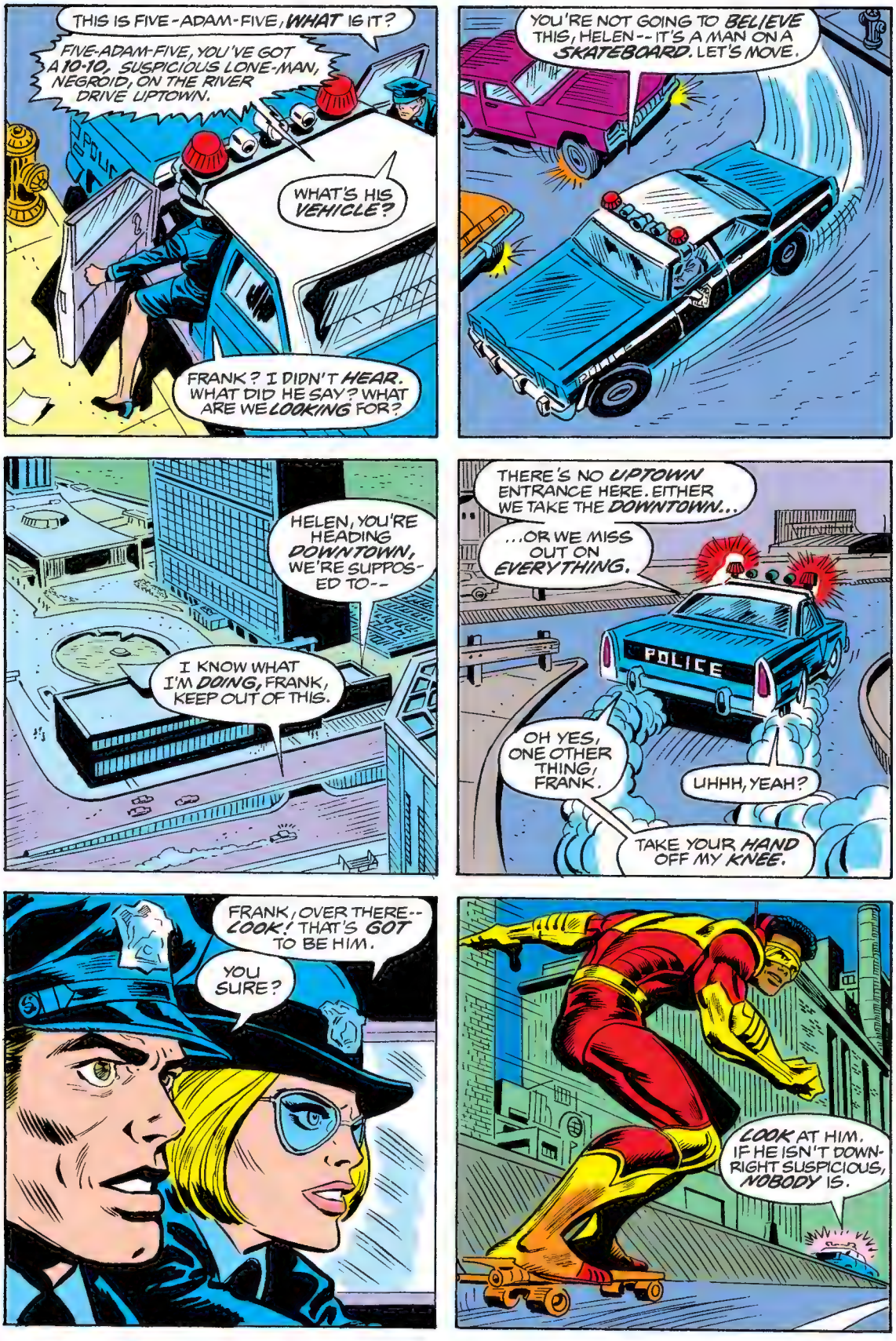

WE'LL LET JACKSON WEELE WORRY OVER HIS PROBLEMS ALONE, WHICH GIVES US A CHANCE TO LOOK IN ON A RATHER PERPLEXED PETER PARKER...
IF EVERYTHING'S SETTLED DOWN, WHY DO I FEEL LIKE AN UNMADE BED?
MAYBE IT'S BECAUSE IT'S EVERYONE ELSES' LIVES THAT'RE MOVING ALONG WITHOUT ANY COGS... WHILE MY FUTURE IS RAPIDLY GOING DOWNHILL.
MAYBE IF I'D SETTLE DOWN SOME MYSELF, BECOME MORE OF A FAM--HOLY SMOKE! IT'S ALMOST TWO.
AS USUAL, I'VE LET MY OWN INSIGNIFICANT PROBLEMS GET IN THE WAY OF MY VISITING AUNT MAY, BLESS HER.
I WONDER IF SHE'D BE SO LOVING AND CARING IF SHE KNEW WHAT A HEEL HER NINCOMPOOP NEPHEW'S BECOME.
WHAT AM I THINKING? THAT DEAR WOMAN WOULD LOVE ME IF I WERE PUBLIC ENEMY NUMBER ONE...
...WHICH I SOMETIMES THINK I AM--WHAT WITH SPIDEY'S ADORING PUBLIC ALWAYS CLAMORING FOR HIS NECK... AT THE END OF A ROPE.
GOOD MORNING, MRS. MUGGINS.
WHAT'S SO GOOD ABOUT IT? IT'S FREEZING! BY THE WAY, HOW'S YOUR AUNT?
THAT'S WHAT I'M HOPING TO FIND OUT.
AS PETER RUSHES TO HIS AUNT'S BEDSIDE, A SMALL, SLIM FIGURE SLOWLY APPROACHES THE WEB-SLINGER'S APARTMENT...
EXCUSE ME, IS PETER PARKER HOME?
NO PARKING
HUNH? N-NO... YOU JUST MISSED HIM.
THEN COULD YOU LET ME WAIT IN HIS APARTMENT, PLEASE? I HAVE BUSINESS WITH HIM.

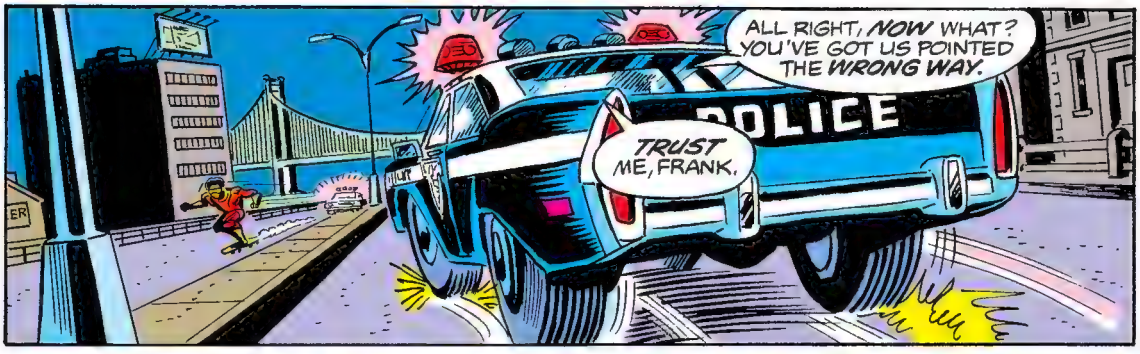

LET'S LEAVE THAT MYSTERIOUS THREAD DANGLING FOR AWHILE AS WE FOCUS IN ON PETER PARKER'S CURRENT WHEREABOUTS...
AHH, THERE YOU ARE. SORRY I'M LATE, MARY JANE, BUT THE TRAFFIC WAS MUR--
DON'T EXPLAIN IT TO ME, MISTER PARKER, APOLOGIZE TO YOUR DEAR AUNT MAY. SHE'S BEEN WORRIED SICK ABOUT YOU.
OH, TUSH, DEAR. I DON'T HAVE TO WORRY OVER PETER ANYMORE. HE'S A BIG BOY NOW.
ARE YOU SURE THAT COAT IS WARM ENOUGH FOR YOU, PETER DEAR?
HEY, YOU'RE LOOKING GOOD, TIGER. READY FOR A GAME OF--
NO, PETER, DEAR. I DON'T THINK I'LL BE PLAYING FOOTBALL ANYMORE.
C'MON, WHAT ARE YOU TALKING ABOUT? YOU'LL BE SCRIMMAGING WITH THE NURSES BEFORE THE WEEK'S OUT.
WHATEVER, DEAR, PETER, WHILE I'VE BEEN LAYING HERE I'VE BEEN REMEMBERING THE OLD DAYS. YOUR UNCLE BEN AND I WERE SO VERY HAPPY TOGETHER.
IT'S SUCH A JOY TO BE WITH SOMEONE YOU LOVE, TO GROW OLD TOGETHER, TO SHARE GOOD TIMES, THEN EVEN THE BAD TIMES AREN'T THAT BAD.
I... I...
MAY PARKER'S FRAIL VOICE FADES, AND HER DANCING EYES SLOWLY CLOSE...
MARY JANE, SHE'S SLEEPING.
LORD, I HOPE SHE'LL BE ALL RIGHT.
SUDDENLY...
EXCUSE ME, BUT YOU TWO WILL HAVE TO LEAVE.
YOUR AUNT'S ROOMMATE NEEDS HER REST.
HUNH? OH, THAT'S ALL RIGHT.

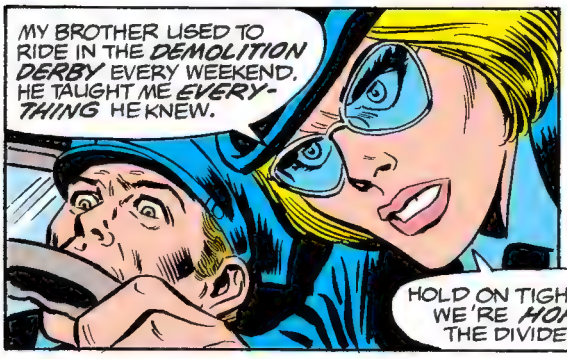
YOU HAVE ONE INCREDIBLE AUNT THERE, PETER.
SHE WAS REALLY SWEET OFFERING HER RATHER LESS-THAN-SUBTLE SUGGESTIONS.
SHE REALLY CARES FOR YOUR WELFARE, TIGER. I WISH I--
HUNH? MY SPIDER-SENSE IS BUZZING AWAY.
NOTHING WRONG HERE, BUT THEN--WHAT?
NAHH, IT MUST BE MY NERVES. THEY'VE BEEN ABSOLUTELY FRAYED FROM WORRYING ABOUT AUNT MAY AND SCHOOL AND VIRTUALLY EVERYTHING ELSE THAT HAS COME DOWN THE PIKE LATELY.
HEY, TIGER, YOU'RE DOING A REALLY PERFECT IMPERSONATION OF A STONE WALL.
HUNH? OHHH, I'M SORRY, M.J. I GUESS MY MIND'S WANDERING. WANNA SEE A MOVIE TONIGHT?
LOVE TO, SWEETS, BUT I GOT AN EARLY APPOINTMENT FOR A MODELING GIG TOMORROW. I NEED MY BEAUTY SLEEP.
OHHH, OKAY, M.J. I'LL GIVE YOU A CALL LATER.
BUT NOT TOO LATE, TIGER.
FUNNY. EVEN AUNT MAY FEELS I OUGHT TO SETTLE DOWN. MAYBE SHE'S RIGHT.
SHORTLY...
ALL THESE YEARS I'VE KEPT TO MYSELF, AND WHAT DO I HAVE TO SHOW FOR IT? NOTHING BUT GRIEF.
I'LL BE GONE FOR THE AFTERNOON, MISS BRANT. CANCEL MY APPOINTMENTS.
THAT'S GRANT, MR. JAMESON. GLORY GRANT.
OH, YES, I'M SORRY. I'LL TRY TO REMEMBER, MISS BRANT.

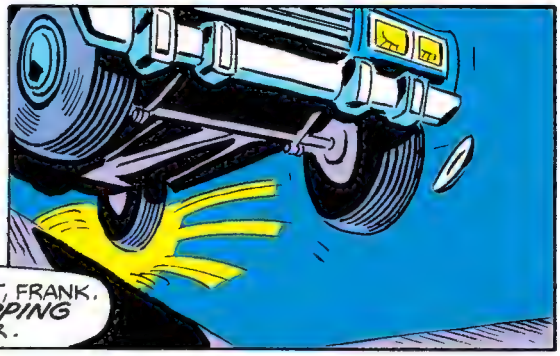

MR. JAMESON, CAN I HAVE AN ADVANCE? I'VE BEEN RUNNING A BIT SHORT, AND--
THAT'S ALL RIGHT, M'BOY. I UNDERSTAND. SEE ROBBIE.
I HOPE YOUR AUNT IS FEELING BETTER.
SLAM!
J. JONAH JAMESON
PUBLISHER
HUNH? WHAT'S WRONG WITH JAMESON? HE SOUNDED DOWNRIGHT CIVIL!
I KNOW. HE'S BEEN LIKE THAT ALL AFTERNOON...
...EVER SINCE HE SPOKE TO MARLA MADISON.
WE'LL WORRY ABOUT THE USUALLY RAMBUNCTIOUS J. JONAH JAMESON SOME OTHER TIME. BUT FOR NOW, LET'S GO DOWNTOWN TO THE DOCKS...
IT'S NO USE. ONCE THE RACER TURNS OVER THOSE PAPERS, I'M FINISHED!
EVERYTHING I'VE STRIVED FOR WILL BE DOWN THE TOILET-- RUINED!
THOSE IDIOTIC PAPERS WILL CONVICT ME, THERE'S NO DOUBT ABOUT THAT. WHY--WHY WAS I SUCH A FOOL? WHY DID I KEEP RECORDS OF MY MISDEEDS?
WELL, MARGARET WILL LEAVE ME NOW, AND I'LL SPEND FIFTEEN YEARS ROTTING IN SOME FORSAKEN PRISON SOMEWHERE. BLAST!
MY LIFE'S OVER-- WHY DON'T I JUST MAKE IT OFFICIAL!?!
YES...THIS IS THE ONLY WAY TO DO IT... AT LEAST I'LL GO WITH DIGNITY.
HEY, TURKEY-- YOU AIN'T GOIN' NOWHERE!

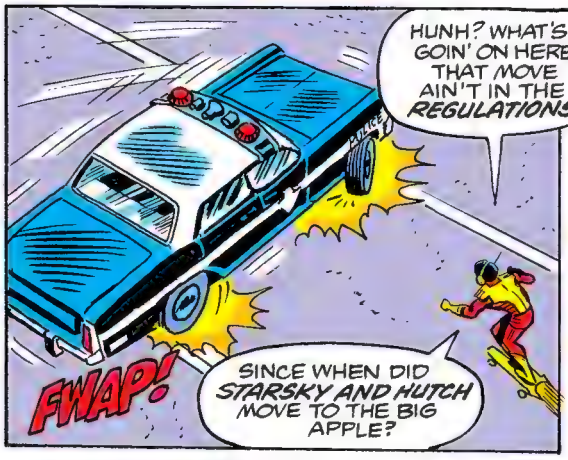

I AIN'T GIVIN' UP MY BRAND-NEW MEAL TICKET SO EASY, BUDDY.
YOU STILL GOTTA PAY ME--TWENTY THOU.
NO! LEAVE ME BE!
HEY, LOOK AT YOU, TURKEY. YOU REALLY THOUGHT YOU WERE SOME BIG WHEEL, DIDN'T YOU? ALWAYS BOSSIN' AROUND YOUR WORKERS, RIGHT, MAN? WELL, YOU AIN'T NOTHIN', MISTER.
I'M THE BIG WHEEL NOW, FINK. I GOT THE POWER! AND I WANT YOUR MONEY, DIG?
YOU CAN'T KEEP HOUNDING ME, RACER! YOU CAN'T BE EVERYWHERE.
WANNA BET, TURKEY? THE TINKERER JAZZED UP MY SKATE-BOARD SO I CAN GO ANYWHERE.
WHEREVER YOU HIDE, WHEREVER YOU RUN, I'LL BE THERE WATCHIN' AND WAITIN'! BY THE WAY, YOU GOT THREE HOURS TO GET THE MONEY USE THE TIME WISELY--
--TURKEY.
THREE HOURS? THAT MAY BE ALL THE TIME I'LL NEED TO MAKE YOU REGRET EVER HAVING HEARD OF JACKSON WEELE.
THE TINKERER, EH?
MARVELITE, WE PROMISE YOU--NO MORE DROPPING HINTS OF THINGS TO COME. FROM NOW ON, THE ACTION'S THE THING... STARTING IN THIS RUNDOWN LITTLE COFFEE SHOP ON FORTY-FIFTH STREET.
...C'MON, HELEN, WE'RE BOTH SINGLE. NOTHING IN THE RULES PREVENTS US FROM DATING.
NO WAY, FRANK. WHILE I WEAR THIS UNIFORM, I'M NOT A WOMAN. I'M A POLICE OFFICER.
SURE, SURE, BUT YOU'RE THE SHAPLIEST FLATFOOT I'VE EVER SEEN. HOLD IT--RADIO CALL!
FIVE-ADAM-FIVE--F.D.R. DRIVE VICINITY. ALL AVAILABLE UNITS--CALL IN.

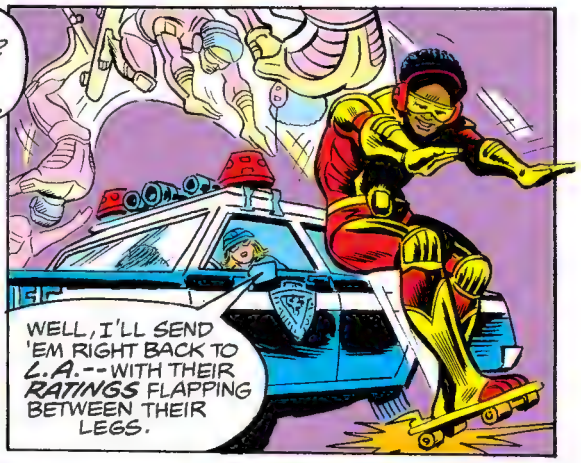

THIS IS FIVE-ADAM-FIVE, WHAT IS IT?
FIVE-ADAM-FIVE, YOU'VE GOT A 10-10, SUSPICIOUS LONE-MAN, NEGROID, ON THE RIVER DRIVE UPTOWN.
WHAT'S HIS VEHICLE?
FRANK? I DIDN'T HEAR. WHAT DID HE SAY? WHAT ARE WE LOOKING FOR?
YOU'RE NOT GOING TO BELIEVE THIS, HELEN -- IT'S A MAN ON A SKATEBOARD. LET'S MOVE.
HELEN, YOU'RE HEADING DOWNTOWN, WE'RE SUPPOSED TO--
I KNOW WHAT I'M DOING, FRANK, KEEP OUT OF THIS.
THERE'S NO UPTOWN ENTRANCE HERE. EITHER WE TAKE THE DOWNTOWN...
...OR WE MISS OUT ON EVERYTHING.
POLICE
OH YES, ONE OTHER THING, FRANK.
UHHH, YEAH?
TAKE YOUR HAND OFF MY KNEE.
FRANK, OVER THERE-- LOOK! THAT'S GOT TO BE HIM.
YOU SURE?
LOOK AT HIM. IF HE ISN'T DOWNRIGHT SUSPICIOUS, NOBODY IS.

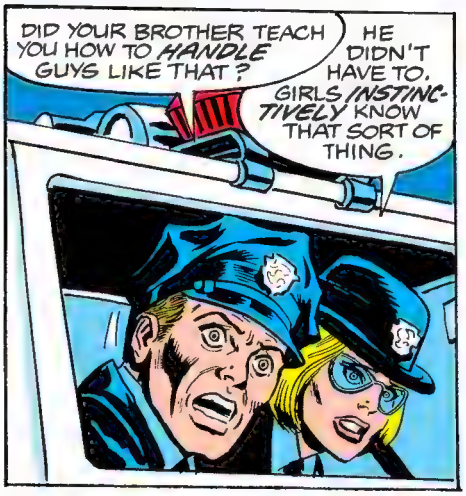

ALL RIGHT, NOW WHAT? YOU'VE GOT US POINTED THE WRONG WAY.
POLICE
TRUST ME, FRANK.


MY BROTHER USED TO RIDE IN THE DEMOLITION DERBY EVERY WEEKEND. HE TAUGHT ME EVERY-THING HE KNEW.


HOLD ON TIGHT, FRANK. WE'RE HOPPING THE DIVIDER.

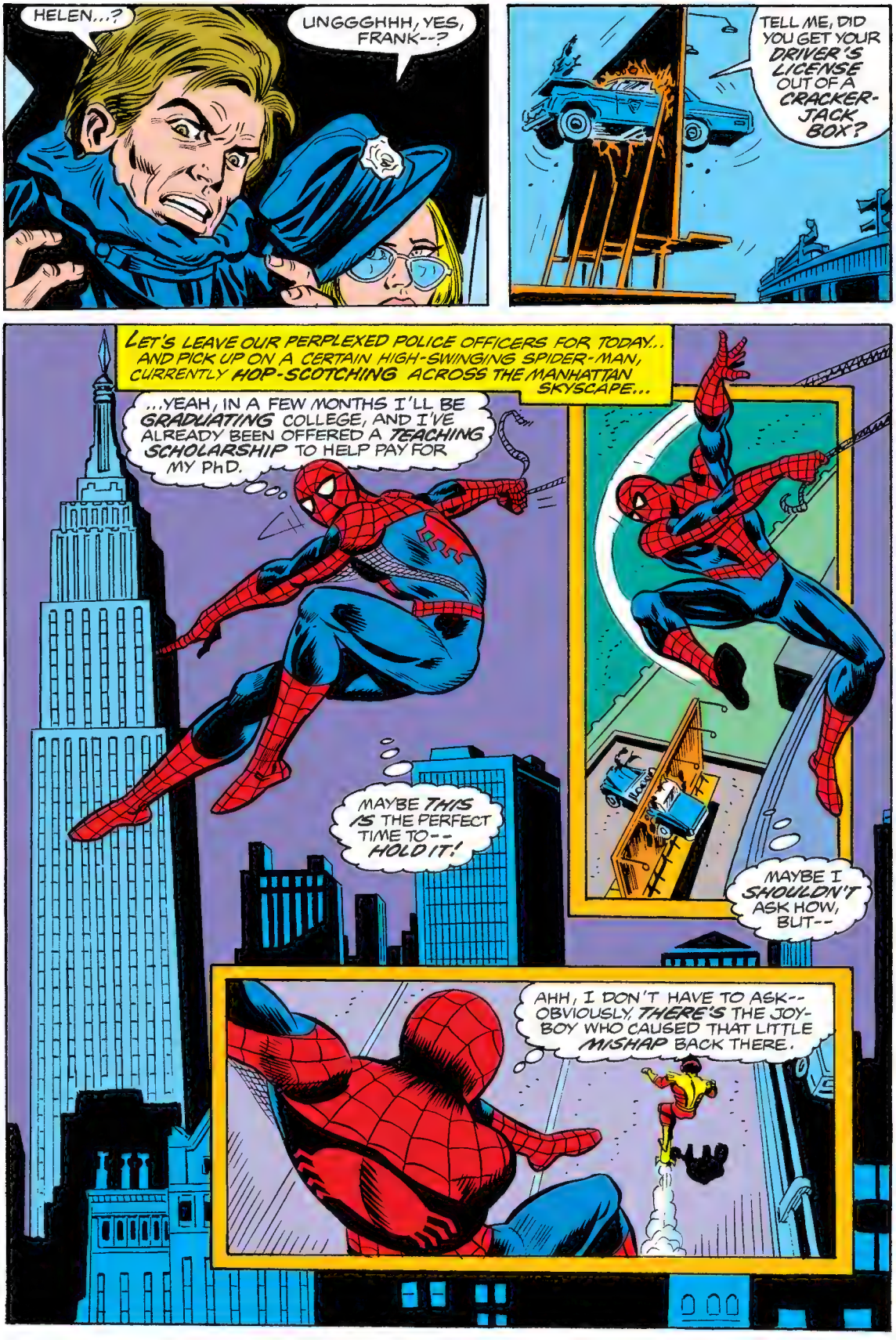

HUNH? WHAT'S GOIN' ON HERE? THAT MOVE AIN'T IN THE REGULATIONS.
FWAP!
SINCE WHEN DID STARSKY AND HUTCH MOVE TO THE BIG APPLE?


WELL, I'LL SEND 'EM RIGHT BACK TO L.A.--WITH THEIR RATINGS FLAPPING BETWEEN THEIR LEGS.


DID YOUR BROTHER TEACH YOU HOW TO HANDLE GUYS LIKE THAT?
HE DIDN'T HAVE TO. GIRLS INSTINC-TIVELY KNOW THAT SORT OF THING.

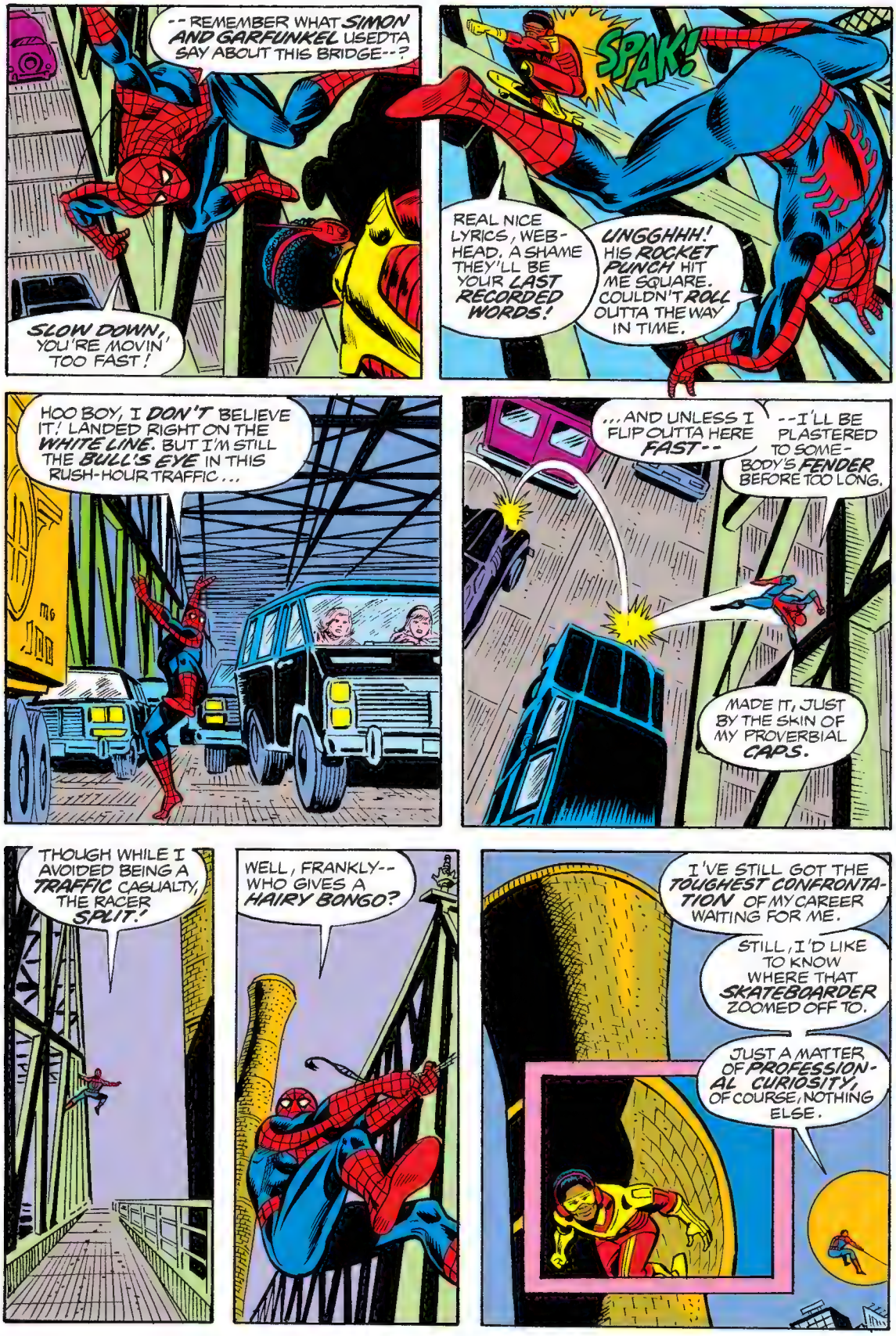
F-FRANK--?
WH-WHAT?

TAKE THE WHEEL! I'VE LOST CONTROL!
NOW YOU TELL ME!
KRASH!


HELEN...?
UNGGGHHH, YES, FRANK--?
TELL ME, DID YOU GET YOUR DRIVER'S LICENSE OUT OF A CRACKER-JACK BOX?
LET'S LEAVE OUR PERPLEXED POLICE OFFICERS FOR TODAY... AND PICK UP ON A CERTAIN HIGH-SWINGING SPIDER-MAN, CURRENTLY HOP-SCOTCHING ACROSS THE MANHATTAN SKYSCAPE...
...YEAH, IN A FEW MONTHS I'LL BE GRADUATING COLLEGE, AND I'VE ALREADY BEEN OFFERED A TEACHING SCHOLARSHIP TO HELP PAY FOR MY PhD.
MAYBE THIS IS THE PERFECT TIME TO-- HOLD IT!
MAYBE I SHOULDN'T ASK HOW, BUT--
AHH, I DON'T HAVE TO ASK-- OBVIOUSLY, THERE'S THE JOY-BOY WHO CAUSED THAT LITTLE MISHAP BACK THERE.

HOLD IT THERE, HANDSOME, I WANNA TALK TO YOU.
NOT YOU AGAIN?
THWIP!
HAVEN'T YOU LEARNED YOUR LESSON, YET?
NO ONE HOLDS ON TO THE ROCKET RACER FOR LONG!
WE'LL JUST HAVE TO SEE ABOUT THAT, WON'T WE, GOGGLES?
THOUGH THIS TIME YOU'RE GONNA FIND ME A BIT PERSISTENT.
NUTS! MY WEB'S TANGLED ABOUT THAT COLUMN-- HUNH?
SNAP
THE WEB SNAPPED! COME TO THINK OF IT, IT'S BEEN GETTING PROGRESSIVELY WEAKER THESE PAST MONTHS.
SOMETHING MUST BE AFFECTING MY ORIGINAL FORMULA.
UNLESS I CAN CHANGE MY DIRECTION QUICKLY, HE'LL HAVE ME.
OBOY. ROCKY'S MAKING A SHARP TURN... CAN'T STRAIGHTEN OUT FAST ENOUGH.
BLAST! HE'S GOT HIS WEBBING STUCK TO ME... I CAN'T SPARE THE TIME TO RIP IT OFF.

WELL, I'LL WORRY OVER MY BUNSEN BURNERS SOME OTHER TIME.
RIGHT NOW I WANNA GET DONE WITH THAT SKATE-BOARDING SPEEDSTER,
I HAVE MY GREATEST CHALLENGE STILL FACING ME.
HI THERE, HANDSOME, FANCY MEETING YOU HERE. YOU PAY THE BRIDGE TOLL?
NO, BUT I'LL PAY THE DEATH TOLL-- WITH YOU, WEB-SLINGER!
HE FIRED HIS MICRO-ROCKETS-- GOTTA DUCK OR I'LL BE BLITZED!
WHOOOM
WHOOOM
HUNH? MY FOOT'S SLIP-PING. BUT HOW?
OH, NO! I CAN'T KEEP A HAND-HOLD, EITHER.
SHEESH, IT'S THE RUST... THE MISSILE MUST HAVE LOOSENED IT. IT'S FLAKING OFF RIGHT UNDER ME!
WELL, IF MY KRAZY-GLUE APPENDAGES WON'T HELP ME, I'VE STILL GOT ANOTHER PATENTED SPIDEY TRICK UP MY WEB-SHOOTERS.
THWIP!
AFTER ALL, I CAN'T DIE BEFORE I FACE M.J. TONIGHT.
HEY, RACER--


-- REMEMBER WHAT SIMON AND GARFUNKEL USEDTA SAY ABOUT THIS BRIDGE--?
SLOW DOWN, YOU'RE MOVIN' TOO FAST!
SPAK!
REAL NICE LYRICS, WEB-HEAD. A SHAME THEY'LL BE YOUR LAST RECORDED WORDS!
UNGGHHH! HIS ROCKET PUNCH HIT ME SQUARE. COULDN'T ROLL OUTTA THE WAY IN TIME.
HOO BOY, I DON'T BELIEVE IT! LANDED RIGHT ON THE WHITE LINE. BUT I'M STILL THE BULL'S EYE IN THIS RUSH-HOUR TRAFFIC...
...AND UNLESS I FLIP OUTTA HERE FAST--
--I'LL BE PLASTERED TO SOME-BODY'S FENDER BEFORE TOO LONG.
MADE IT, JUST BY THE SKIN OF MY PROVERBIAL CAPS.
THOUGH WHILE I AVOIDED BEING A TRAFFIC CASUALTY, THE RACER SPLIT!
WELL, FRANKLY-- WHO GIVES A HAIRY BONGO?
I'VE STILL GOT THE TOUGHEST CONFRONTA-TION OF MY CAREER WAITING FOR ME.
STILL, I'D LIKE TO KNOW WHERE THAT SKATEBOARDER ZOOMED OFF TO.
JUST A MATTER OF PROFESSION-AL CURIOSITY, OF COURSE, NOTHING ELSE.

LATER THAT EVENING...
BZZZ
NO. DON'T TELL ME. SHE'S GONE!
SHE CAN'T BE. I CAN'T PSYCHE MYSELF INTO THIS MADNESS A SECOND TIME.
NOK! NOK! NOK!
...HOLD ON, I'M COMING ...I'M COMING...
PRAISE THE LORD, AND PASS THE AM-MUNITION.
SORRY, BUT I WAS IN THE SHOWE-- PETER?
HEY, WHAT ARE YOU DOING HERE, TIGER?
I WAS IN THE NEIGHBORHOOD...
...AND I THOUGHT I'D SHARE SOME DESSERT WITH YOU.
CRACKER-JACKS?
I HAVEN'T HAD THESE SINCE I WAS IN MINI-SKIRTS.
LOOK, THEY STILL HAVE A TOY IN EVER--
Cracker Jack
WAIT A SEC... THIS ISN'T A TOY, IT'S A REAL DIAMOND RING!
PETER... WH-WHAT DOES THIS MEAN?
MARY JANE, WILL YOU MARRY ME?
GULP!
NEXT ISSUE:
...AND WHERE THE BIG WHEEL STOPS, NOBODY KNOWS!

SPIDER-MAN
MARVEL® COMICS GROUP
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35¢
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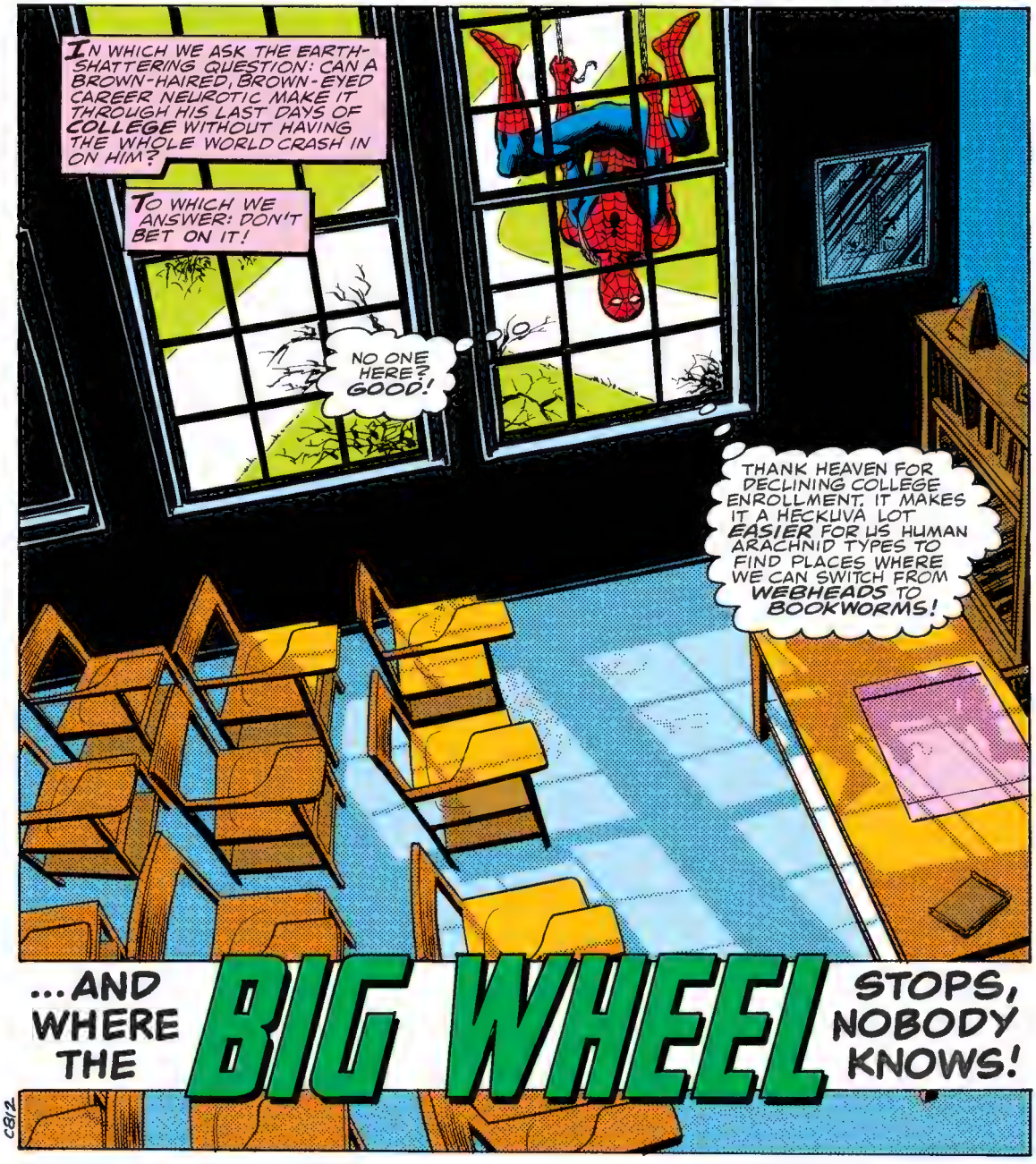
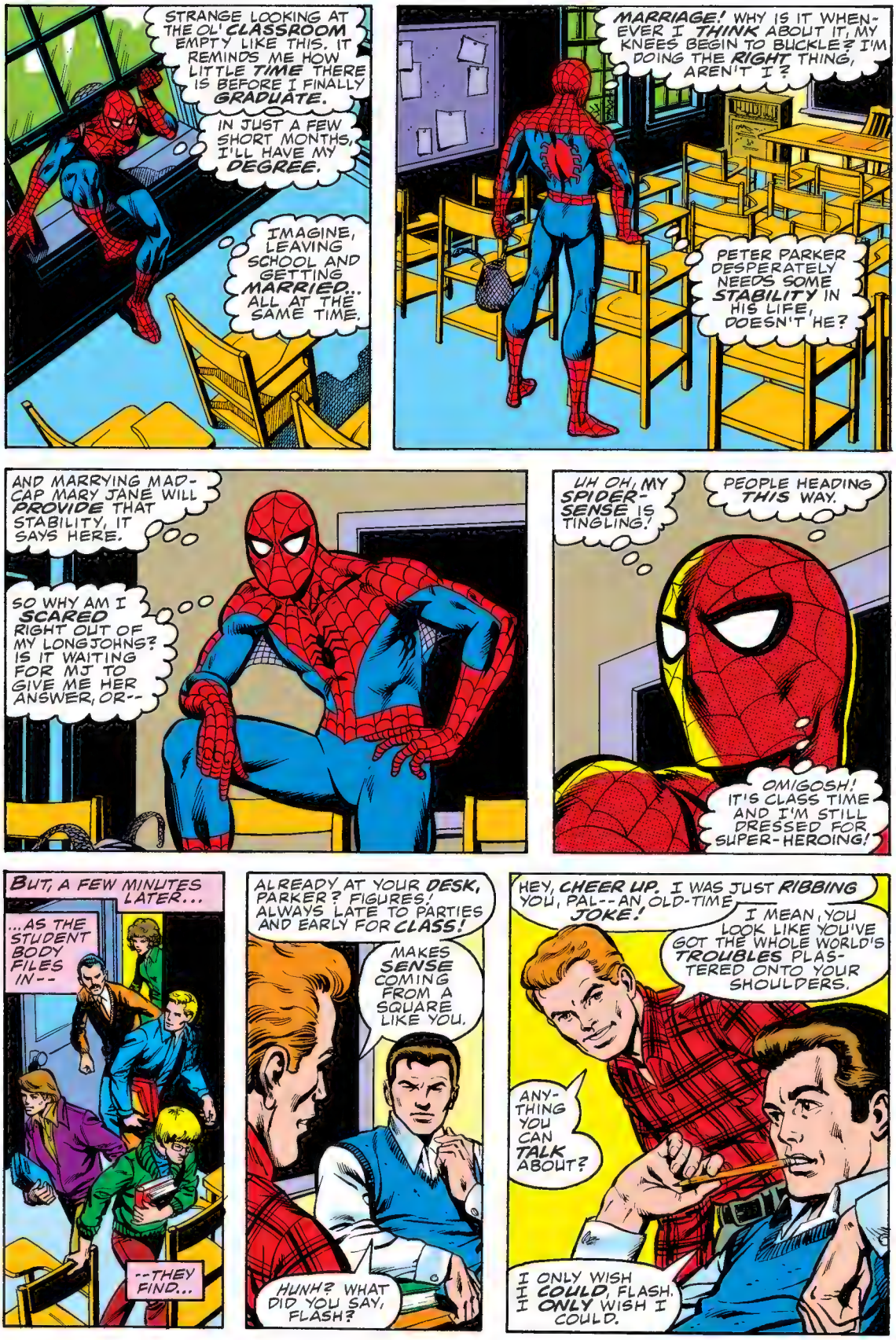
02457
the AMAZING SPIDER-MAN®
©1978 MARVEL COMICS GROUP
ROCKET RACER, YOU MAY HAVE DEFEATED SPIDER-MAN--
--BUT NOT EVEN YOU CAN STOP THE BIG WHEEL!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

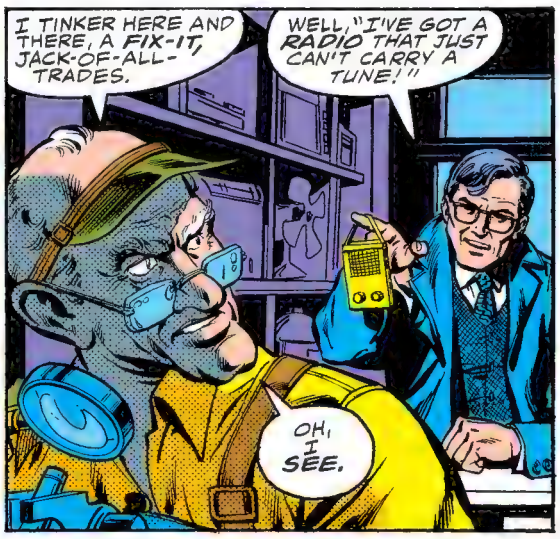
Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

MARV WOLFMAN WRITER/EDITOR / ROSS ANDRU PENCILS / BOB McLEOD INKS / JIM NOVAK LETTERS / JANICE COHEN COLORS

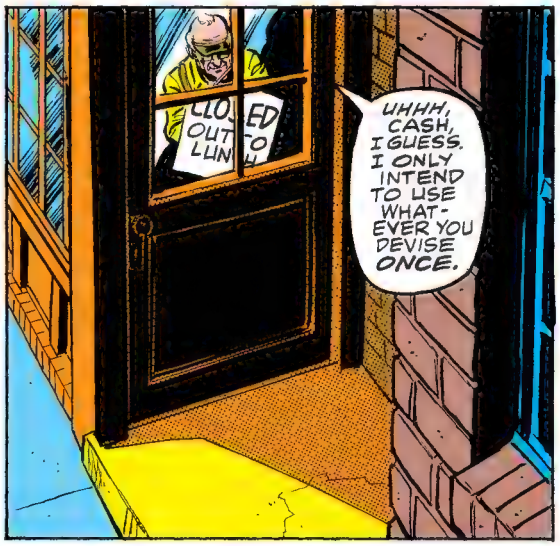

IN WHICH WE ASK THE EARTH-SHATTERING QUESTION: CAN A BROWN-HAIRED, BROWN-EYED CAREER NEUROTIC MAKE IT THROUGH HIS LAST DAYS OF COLLEGE WITHOUT HAVING THE WHOLE WORLD CRASH IN ON HIM?
TO WHICH WE ANSWER: DON'T BET ON IT!
NO ONE HERE? GOOD!
THANK HEAVEN FOR DECLINING COLLEGE ENROLLMENT. IT MAKES IT A HECKUVA LOT EASIER FOR US HUMAN ARACHNID TYPES TO FIND PLACES WHERE WE CAN SWITCH FROM WEBHEADS TO BOOKWORMS!
...AND WHERE THE BIG WHEEL STOPS, NOBODY KNOWS!
CBIZ

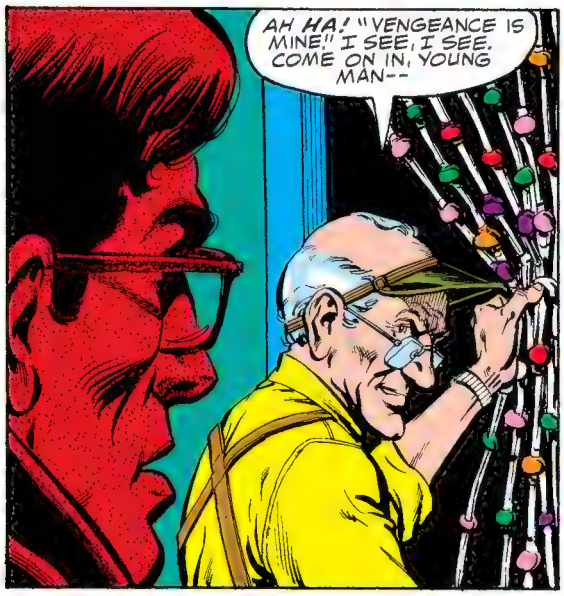

STRANGE LOOKING AT THE OL' CLASSROOM EMPTY LIKE THIS. IT REMINDS ME HOW LITTLE TIME THERE IS BEFORE I FINALLY GRADUATE.
IN JUST A FEW SHORT MONTHS, I'LL HAVE MY DEGREE.
IMAGINE, LEAVING SCHOOL AND GETTING MARRIED... ALL AT THE SAME TIME.
MARRIAGE! WHY IS IT WHENEVER I THINK ABOUT IT, MY KNEES BEGIN TO BUCKLE? I'M DOING THE RIGHT THING, AREN'T I?
PETER PARKER DESPERATELY NEEDS SOME STABILITY IN HIS LIFE, DOESN'T HE?
AND MARRYING MAD-CAP MARY JANE WILL PROVIDE THAT STABILITY, IT SAYS HERE.
SO WHY AM I SCARED RIGHT OUT OF MY LONGJOHNS? IS IT WAITING FOR MJ TO GIVE ME HER ANSWER, OR--
UH OH, MY SPIDER-SENSE IS TINGLING!
PEOPLE HEADING THIS WAY.
OMIGOSH! IT'S CLASS TIME AND I'M STILL DRESSED FOR SUPER-HEROING!
BUT, A FEW MINUTES LATER...
...AS THE STUDENT BODY FILES IN--
--THEY FIND...
ALREADY AT YOUR DESK, PARKER? FIGURES! ALWAYS LATE TO PARTIES AND EARLY FOR CLASS!
MAKES SENSE COMING FROM A SQUARE LIKE YOU.
HUNH? WHAT DID YOU SAY, FLASH?
HEY, CHEER UP. I WAS JUST RIBBING YOU, PAL--AN OLD-TIME JOKE!
I MEAN, YOU LOOK LIKE YOU'VE GOT THE WHOLE WORLD'S TROUBLES PLASTERED ONTO YOUR SHOULDERS.
ANYTHING YOU CAN TALK ABOUT?
I ONLY WISH I COULD, FLASH. I ONLY WISH I COULD.

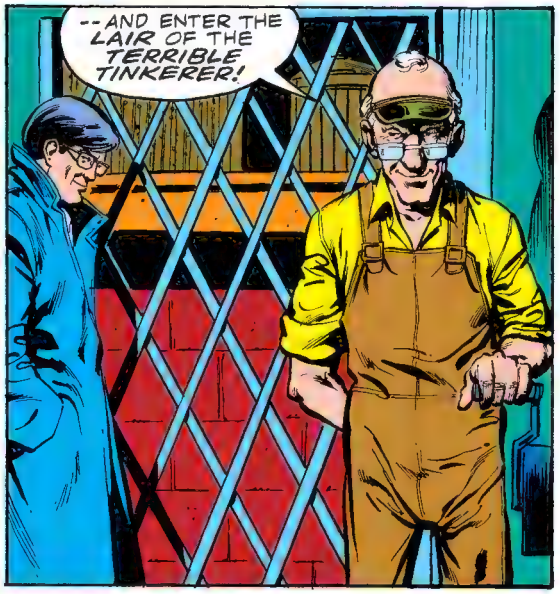
WHILE A PERPLEXED PETER PARKER PONDERS HIS POSSIBLY PERNICIOUS PROBLEMS (TRY SAYING THAT FIVE TIMES FAST), IT IS TIME FOR US TO TRAVEL TO A SMALL SIDE STREET IN BROOKLYN, N.Y., THE FIFTH LARGEST CITY IN AMERICA.
NEED ANY HELP, SIR?
ARE YOU THE TINKERER?
FIX-IT


I TINKER HERE AND THERE, A FIX-IT, JACK-OF-ALL-TRADES.
WELL, "I'VE GOT A RADIO THAT JUST CAN'T CARRY A TUNE!"
OH, I SEE.

YOUR NAME, PLEASE, SIR?
JACKSON WEELE.
METHOD OF PAYMENT? CASH OR A PERCENTAGE OF PROFITS?


UHHH, CASH, I GUESS. I ONLY INTEND TO USE WHATEVER YOU DEVISE ONCE.


AH HA! "VENGEANCE IS MINE!" I SEE, I SEE. COME ON IN, YOUNG MAN--


--AND ENTER THE LAIR OF THE TERRIBLE TINKERER!

YOU'LL HAVE TO TELL ME ABOUT YOUR VICTIM, MR. WEELE, THAT WILL ALLOW ME TO DEVISE A SUITABLE DEVICE.
YOU SHOULD KNOW HIM, TINKERER-- HE CALLS HIMSELF THE ROCKET RACER.
OH, YES, I KNOW HIM INDEED. HE BROUGHT ME HIS OWN DESIGN, ASKED ME TO BUILD IT FOR HIM, FOR 25% OF HIS TAKE, OF COURSE.
HMMM, THIS IS DEFINITELY A CHALLENGE, MR. WEELE. ARE YOU INTERESTED IN ANY SPECIFIC MOTIF?
I DON'T CARE WHAT YOU CREATE, TINKERER -- AS LONG AS I CAN CRUSH HIM BUT GOOD.
I'M SICK OF HIS TAUNTING LAUGH -- OF HIS ALWAYS CHIDING ME, CALLING ME THE BIG WHEEL, ALWAYS PUSHING ME TO THE WALL.
I WANT HIM, AND I WANT HIM FAST.
THEN YOU SHALL HAVE HIM, MR. WEELE. HMMM, BIG WHEEL HE CALLS YOU. HOW INTERESTING.
MR. WEELE, I JUST MAY HAVE SOMETHING FOR YOU -- IT WILL BE A SLIGHT MODIFICATION OF SOMETHING I WAS WORKING ON FOR... ANOTHER POTENTIAL CLIENT.
PLEASE COME BY AT ABOUT SIX.
I'LL BE HERE, TINKERER.
JACKSON WEELE LEAVES AS THE TERRIBLE TINKERER RETURNS TO HIS DARK, OPPRESSIVE LAB...
TOY, WE'VE GOT OURSELVES ANOTHER CLIENT.
BUT WE'LL HAVE TO WORK RATHER QUICKLY. ARE YOU UP TO ASSISTING ME?
TOY IS ALWAYS READY TO HELP YOU, SIR.
SPLENDID, M'BOY, SIMPLY SPLENDID.

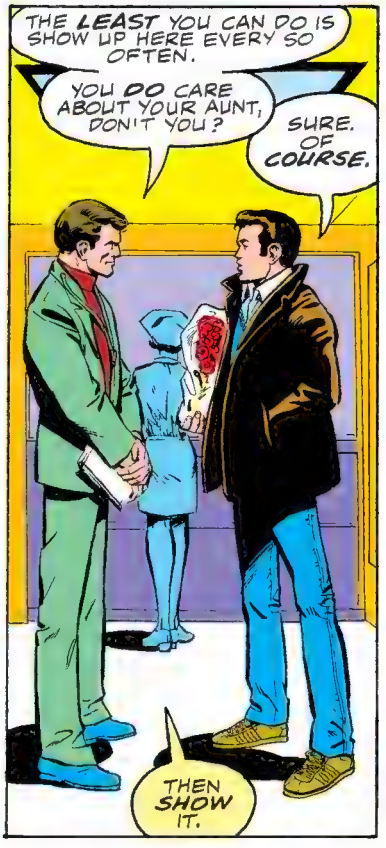
NOW THAT WE'VE PIQUED YOUR CURIOSITY, LET'S MOVE ON AHEAD TO THIS EVENING, WHERE WE LOOK IN ON A CERTAIN MAY PARKER, RECUPERATING NICELY AT NEWHOPE MEMORIAL HOSPITAL...
MRS. PARKER, YOUR PULSE IS FINE, AND YOUR BLOOD PRESSURE IS DOWN. YOU'RE DOING QUITE WELL, CONSIDERING.
CONSIDERING I'M SUCH AN OLD WOMAN, DOCTOR?
CONSIDERING YOU NEVER TAKE MY ADVICE AND JUST REST. YOU'RE A STUBBORN ONE, MRS. P.--
--BUT PERHAPS THAT'S WHY WE ALL LOVE YOU HERE!

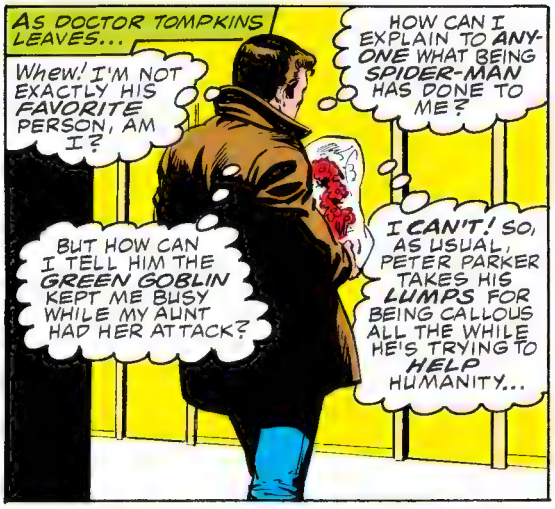
DOCTOR, YOU'RE POSITIVELY FLATTERING.
SURE YOU'RE OKAY, MOM? YOU'RE FOLLOWING THE DOC'S ORDERS?
I'M TAKING CARE OF MYSELF, ROBERT-- IT'S YOU I WORRY ABOUT.
I DON'T LIKE WHAT YOU'RE INVOLVED IN, SON.

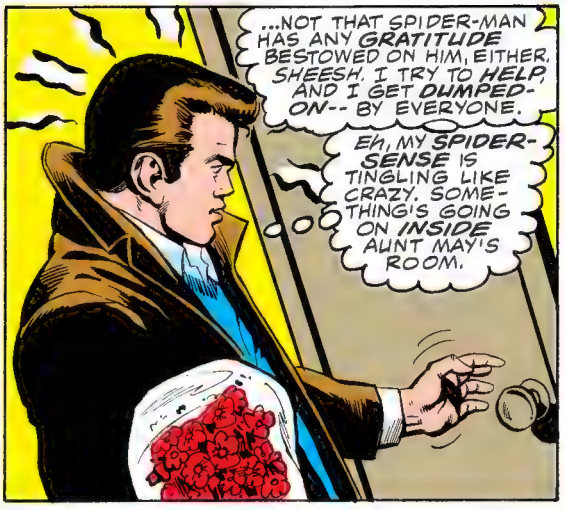
PLEASE, IF NOT FOR ME, THEN FOR YOUR SAKE-- GIVE IT UP!
SON, I--I DON'T WANT TO SEE YOU IN JAIL EVER AGAIN.
AW, COME OFF IT, MOM. I'M A BIG BOY NOW. I KNOW WHAT I'M DOING.

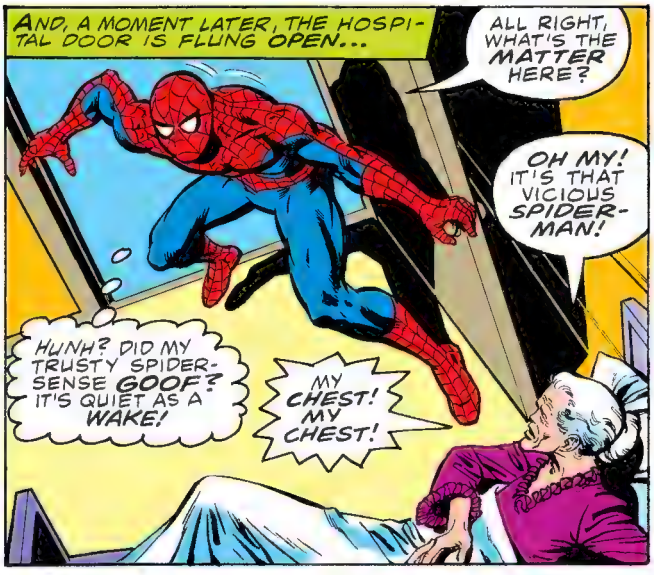
SOMEONE'S GOTTA PAY FOR YOUR STAY IN HERE, AND WE'VE GOT A DOZEN OVERDUE BILL NOTICES IN THE MAIL.
HECK, THERE'S NO WAY I'M GONNA SIT ON MY BUTT WHILE YOUR MEDICARE RUNS OUT--AN' YOU GET TOSSED OUTTA HERE HALF-TREATED.
WE NEED CASH, AN' I'M GONNA GET SOME --ANYWAY I HAVE TO.
MEANWHILE, IN THE HALL OUTSIDE MAY PARKER'S ROOM--

WELL, IF IT ISN'T MAY PARKER'S SEMI-ATTENTIVE NEPHEW.
HOW GOOD OF YOU TO COME HERE, PARKER--FIVE MINUTES BEFORE VISITING HOURS END.
OBOY... IS IT THAT TIME ALREADY?
YOUR AUNT'S A VERY SICK WOMAN, PARKER, AND FOR SOME REASON I CAN'T FATHOM, SHE THINKS OF YOU AS HER KNIGHT IN SHINING ARMOR.


THE LEAST YOU CAN DO IS SHOW UP HERE EVERY SO OFTEN.
YOU DO CARE ABOUT YOUR AUNT, DON'T YOU?
SURE. OF COURSE.
THEN SHOW IT.


AS DOCTOR TOMPKINS LEAVES...
Whew! I'M NOT EXACTLY HIS FAVORITE PERSON, AM I?
HOW CAN I EXPLAIN TO ANYONE WHAT BEING SPIDER-MAN HAS DONE TO ME?
BUT HOW CAN I TELL HIM THE GREEN GOBLIN KEPT ME BUSY WHILE MY AUNT HAD HER ATTACK?
I CAN'T! SO, AS USUAL, PETER PARKER TAKES HIS LUMPS FOR BEING CALLOUS ALL THE WHILE HE'S TRYING TO HELP HUMANITY...


...NOT THAT SPIDER-MAN HAS ANY GRATITUDE BESTOWED ON HIM, EITHER. SHEESH. I TRY TO HELP, AND I GET DUMPED-ON-- BY EVERYONE.
EH, MY SPIDER-SENSE IS TINGLING LIKE CRAZY. SOMETHING'S GOING ON INSIDE AUNT MAY'S ROOM.

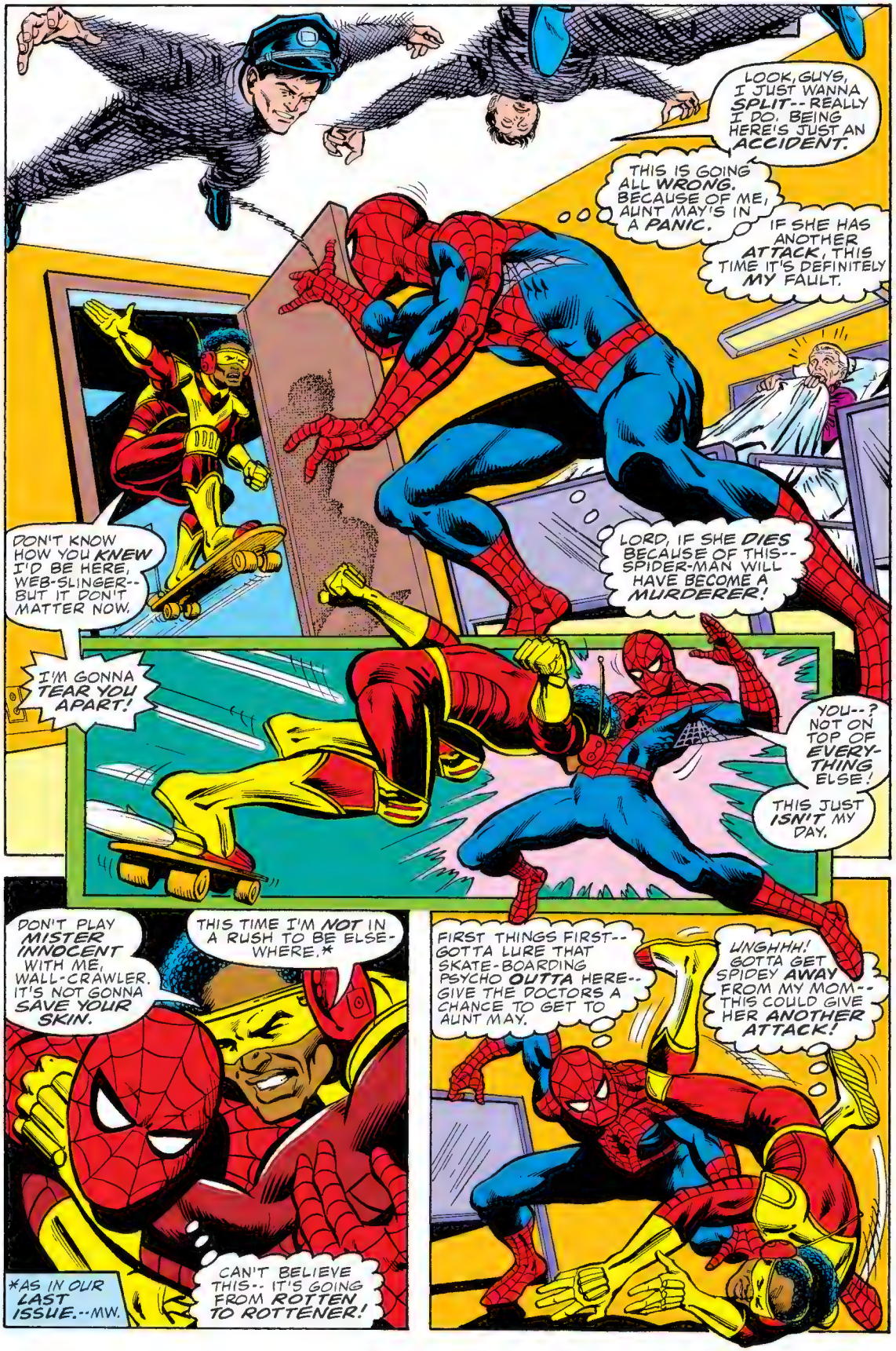

AND, A MOMENT LATER, THE HOSPITAL DOOR IS FLUNG OPEN...
ALL RIGHT, WHAT'S THE MATTER HERE?
OH MY! IT'S THAT VICIOUS SPIDER-MAN!
HUNH? DID MY TRUSTY SPIDER-SENSE GOOF? IT'S QUIET AS A WAKE!
MY CHEST! MY CHEST!

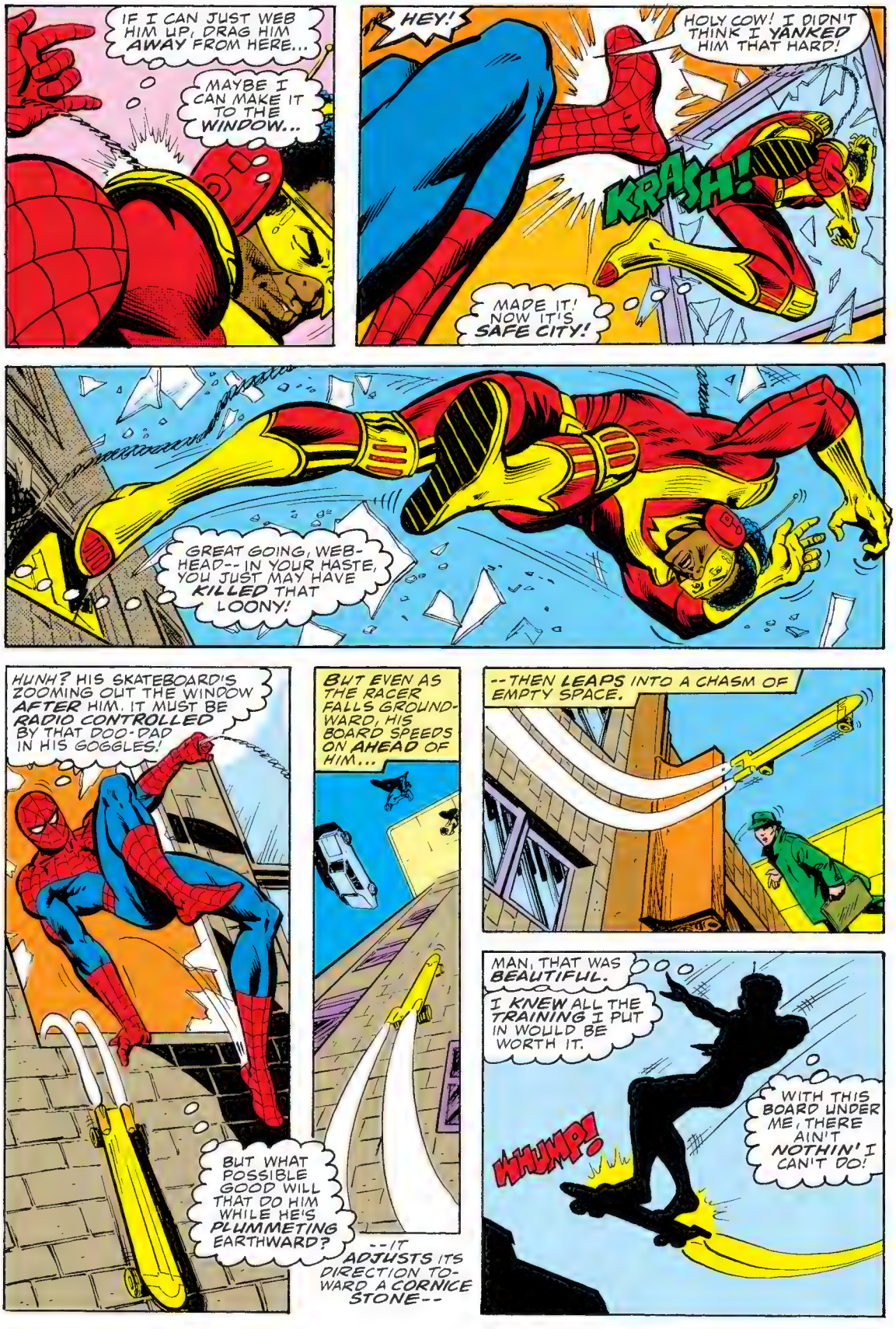
SPIDER-MAN! HOW DID HE KNOW I WAS HERE?
ROBERT? WHY IS HE HERE?

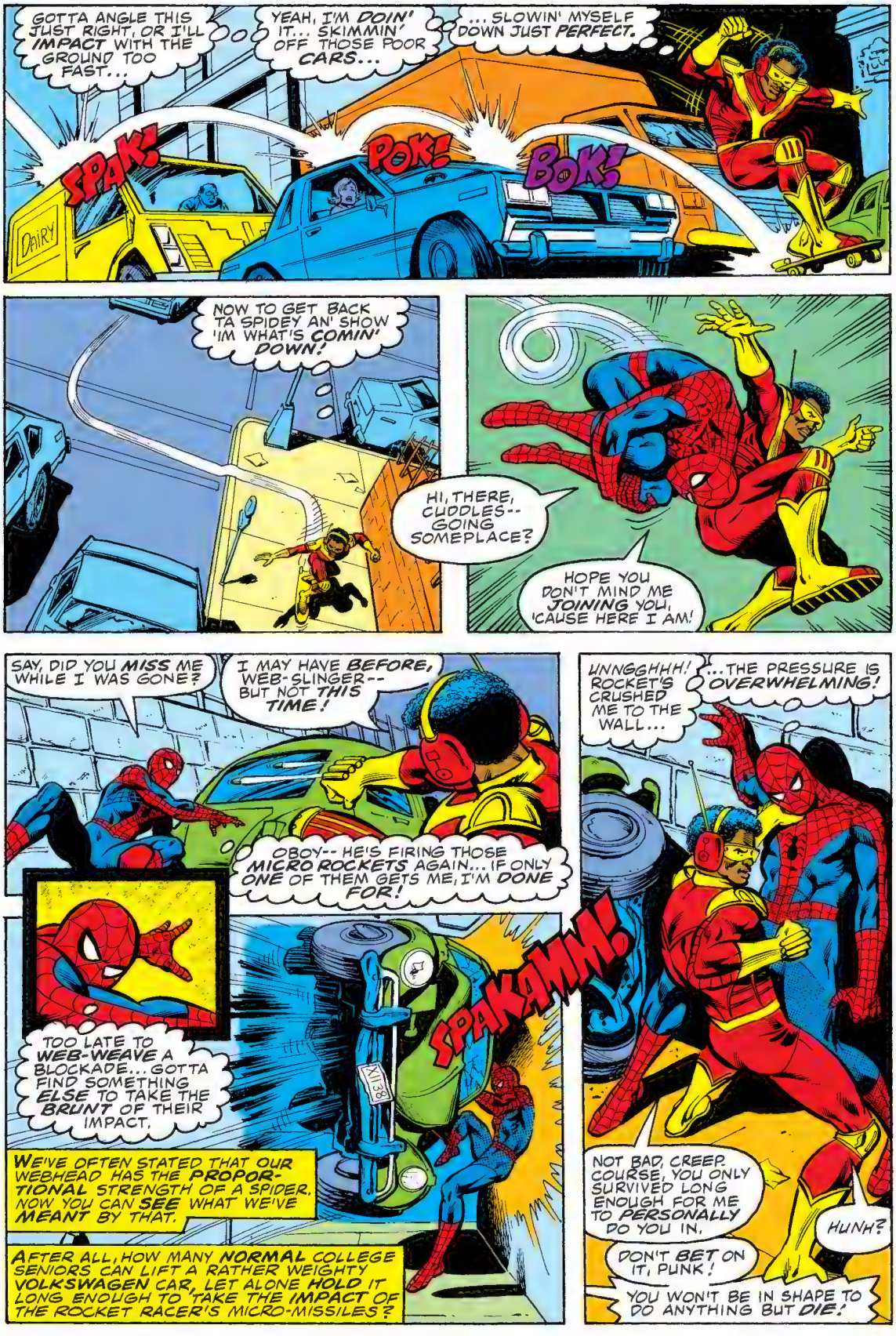
OBOY, BETTER EXPLAIN FAST, THEN GET OUTTA HERE-- AUNT MAY'S CLUTCHING HER CHEST IN PAIN.
SORRY, FOLKS, THIS IS JUST A MISTAKE.
I'LL BE GOING NOW... NOBODY WILL BE HURT, I PROMISE.

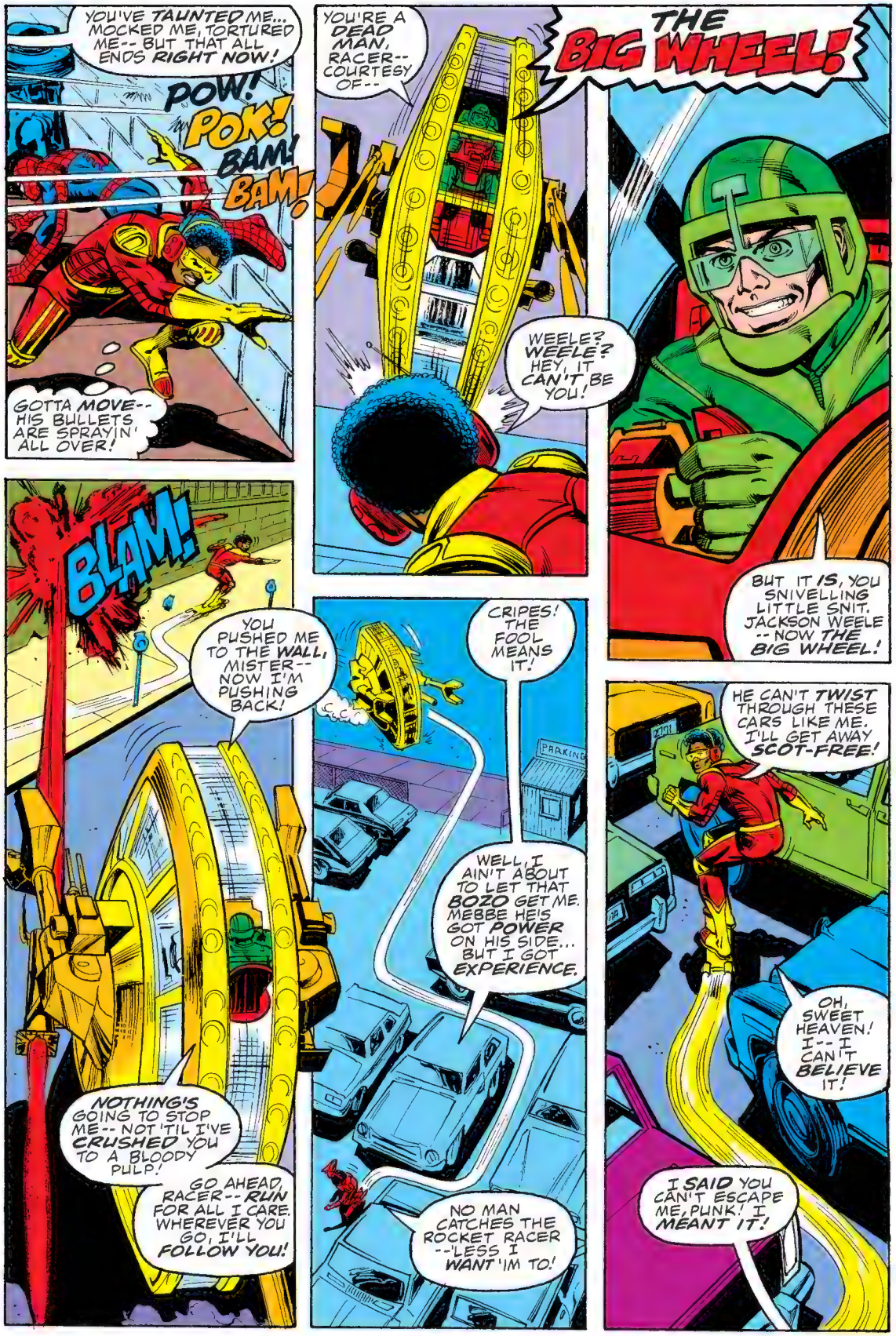
YOU DON'T HAVETA PROMISE, CREEP...
...YOU WON'T BE IN SHAPE TO HURT ANYONE.
SPAK!
NO, ROBERT-- HE'S SOME KIND OF MONSTER! STAY AWAY FROM HIM!

AND, A MOMENT LATER, AS IF TO PUNCTUATE MRS. EMMA JOHNSON'S WARNING...
WOW! HE TOSSED ME OUTTA THERE LIKE I WAS A FEATHER. BUT MAYBE IT'S FOR THE BEST.
HEY, GET IN THERE-- WE'RE BEIN' ATTACKED!
SPIDER-MAN? WHAT ARE YOU DOING HERE?
MAYBE IT'S TRUE WHAT JAMESON'S BEEN SAYING. YOU ARE A MENACE.
FREEZE IT, WEB-SLINGER. WE'VE GOT YOU COVERED.
THWIP!
SIGH, MUST I ALWAYS GO THROUGH THIS SAME ROUTINE, GUYS?
THE EVER-MINDFUL MINIONS OF THE LAW WHIP OUT THEIR GUNS...
...WHICH I WEB UP WITH INCREDIBLE EASE. IT GETS BORING, GROUPIES.
SO YOU GOT OUR GUNS-- YOU HAVEN'T GOT US!
CAREFUL NOW, WEBHEAD, I DON'T WANNA CRIPPLE THESE JOES. THEY'RE ONLY DOING THEIR JOBS... EVEN IF IT PROVES A BOTHER TO ME.
THE COPS AIN'T GONNA HOLD 'IM FOR LONG-- BUT THEY WON'T HAVE TO.
FORTUNATELY, I ALWAYS WEAR MY SUIT UNDER MY REGULAR DUDS.
UTILITY ROOM
NOW LET'S SEE WHAT THAT WEB-SLINGING WEASEL DOES WHEN HE'S GOTTA TAKE ON THE ROCKET RACER!

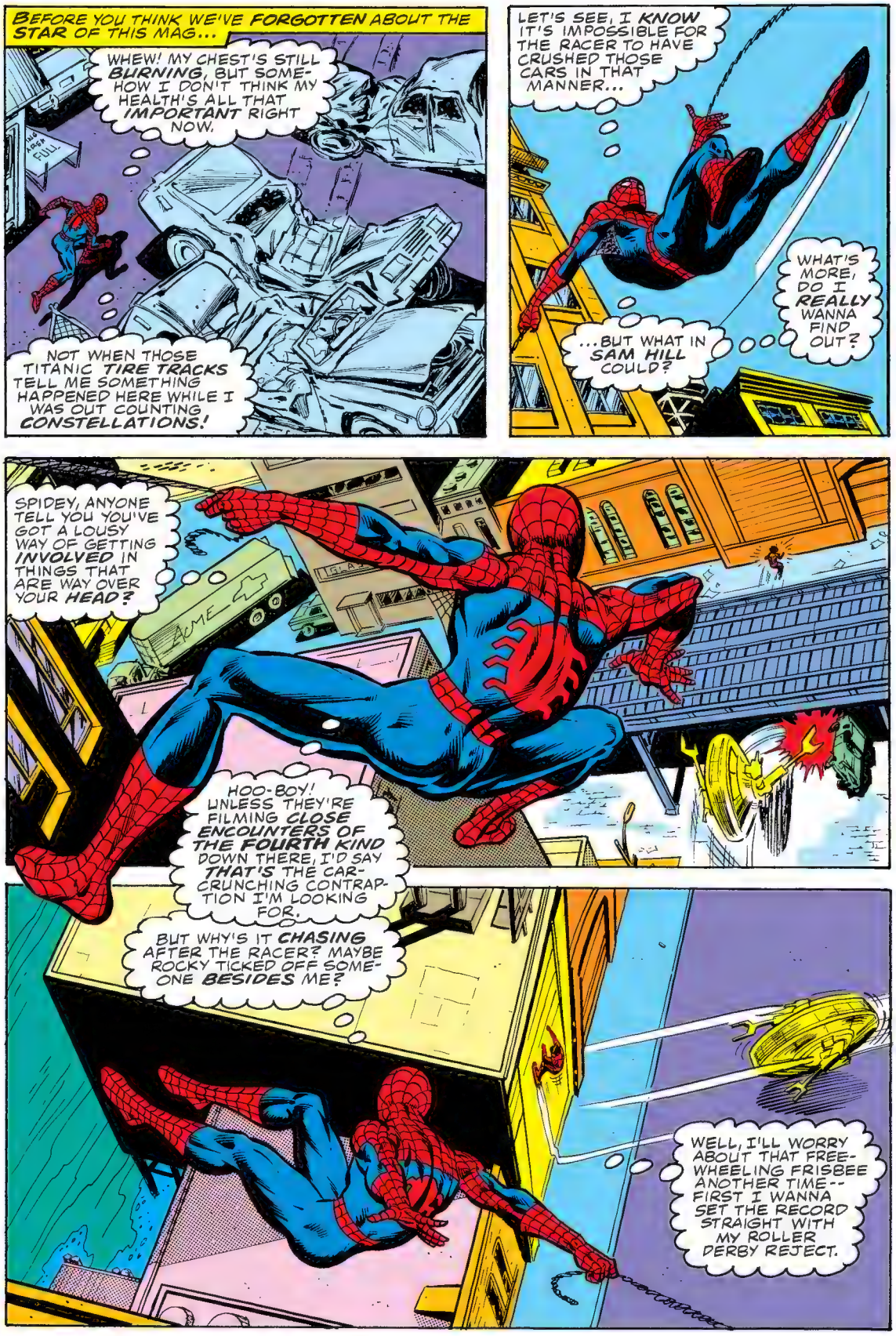

LOOK, GUYS, I JUST WANNA SPLIT--REALLY I DO. BEING HERE IS JUST AN ACCIDENT.
THIS IS GOING ALL WRONG. BECAUSE OF ME, AUNT MAY'S IN A PANIC.
IF SHE HAS ANOTHER ATTACK, THIS TIME IT'S DEFINITELY MY FAULT.
LORD, IF SHE DIES BECAUSE OF THIS--SPIDER-MAN WILL HAVE BECOME A MURDERER!
DON'T KNOW HOW YOU KNEW I'D BE HERE, WEB-SLINGER--BUT IT DON'T MATTER NOW.
I'M GONNA TEAR YOU APART!
YOU--? NOT ON TOP OF EVERYTHING ELSE!
THIS JUST ISN'T MY DAY.
DON'T PLAY MISTER INNOCENT WITH ME, WALL-CRAWLER. IT'S NOT GONNA SAVE YOUR SKIN.
THIS TIME I'M NOT IN A RUSH TO BE ELSEWHERE.*
*AS IN OUR LAST ISSUE.--MW.
CAN'T BELIEVE THIS-- IT'S GOING FROM ROTTEN TO ROTTENER!
FIRST THINGS FIRST--GOTTA LURE THAT SKATE-BOARDING PSYCHO OUTTA HERE--GIVE THE DOCTORS A CHANCE TO GET TO AUNT MAY.
UNGHHH! GOTTA GET SPIDEY AWAY FROM MY MOM--THIS COULD GIVE HER ANOTHER ATTACK!

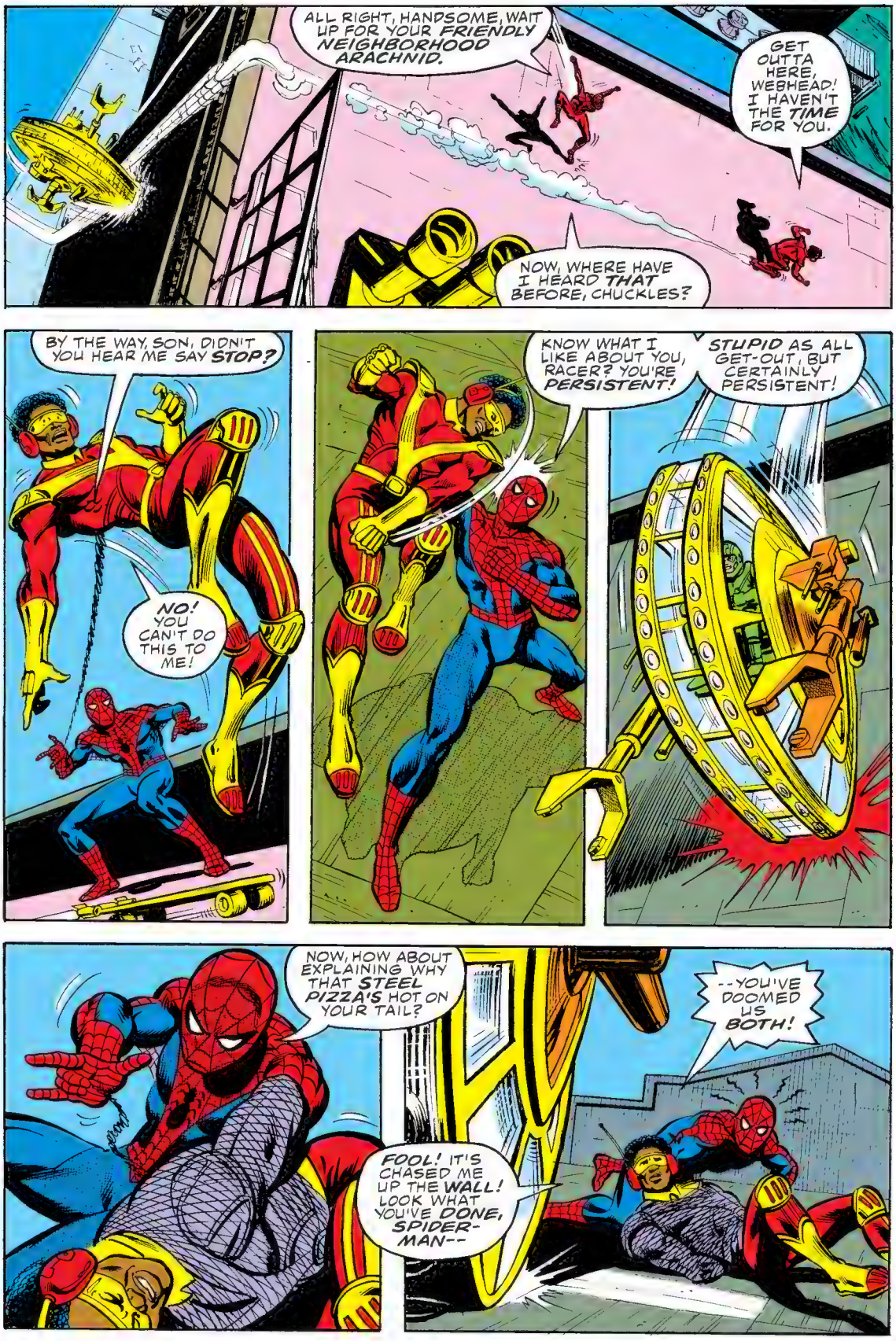

IF I CAN JUST WEB HIM UP, DRAG HIM AWAY FROM HERE...
MAYBE I CAN MAKE IT TO THE WINDOW...
HEY!
HOLY COW! I DIDN'T THINK I YANKED HIM THAT HARD!
KRASH!
MADE IT! NOW IT'S SAFE CITY!
GREAT GOING, WEB-HEAD-- IN YOUR HASTE, YOU JUST MAY HAVE KILLED THAT LOONY!
HUNH? HIS SKATEBOARD'S ZOOMING OUT THE WINDOW AFTER HIM. IT MUST BE RADIO CONTROLLED BY THAT DOO-DAD IN HIS GOGGLES!
BUT WHAT POSSIBLE GOOD WILL THAT DO HIM WHILE HE'S PLUMMETING EARTHWARD?
BUT EVEN AS THE RACER FALLS GROUNDWARD, HIS BOARD SPEEDS ON AHEAD OF HIM...
--IT ADJUSTS ITS DIRECTION TOWARD A CORNICE STONE--
--THEN LEAPS INTO A CHASM OF EMPTY SPACE.
MAN, THAT WAS BEAUTIFUL.
I KNEW ALL THE TRAINING I PUT IN WOULD BE WORTH IT.
WHUMP!
WITH THIS BOARD UNDER ME, THERE AIN'T NOTHIN' I CAN'T DO!

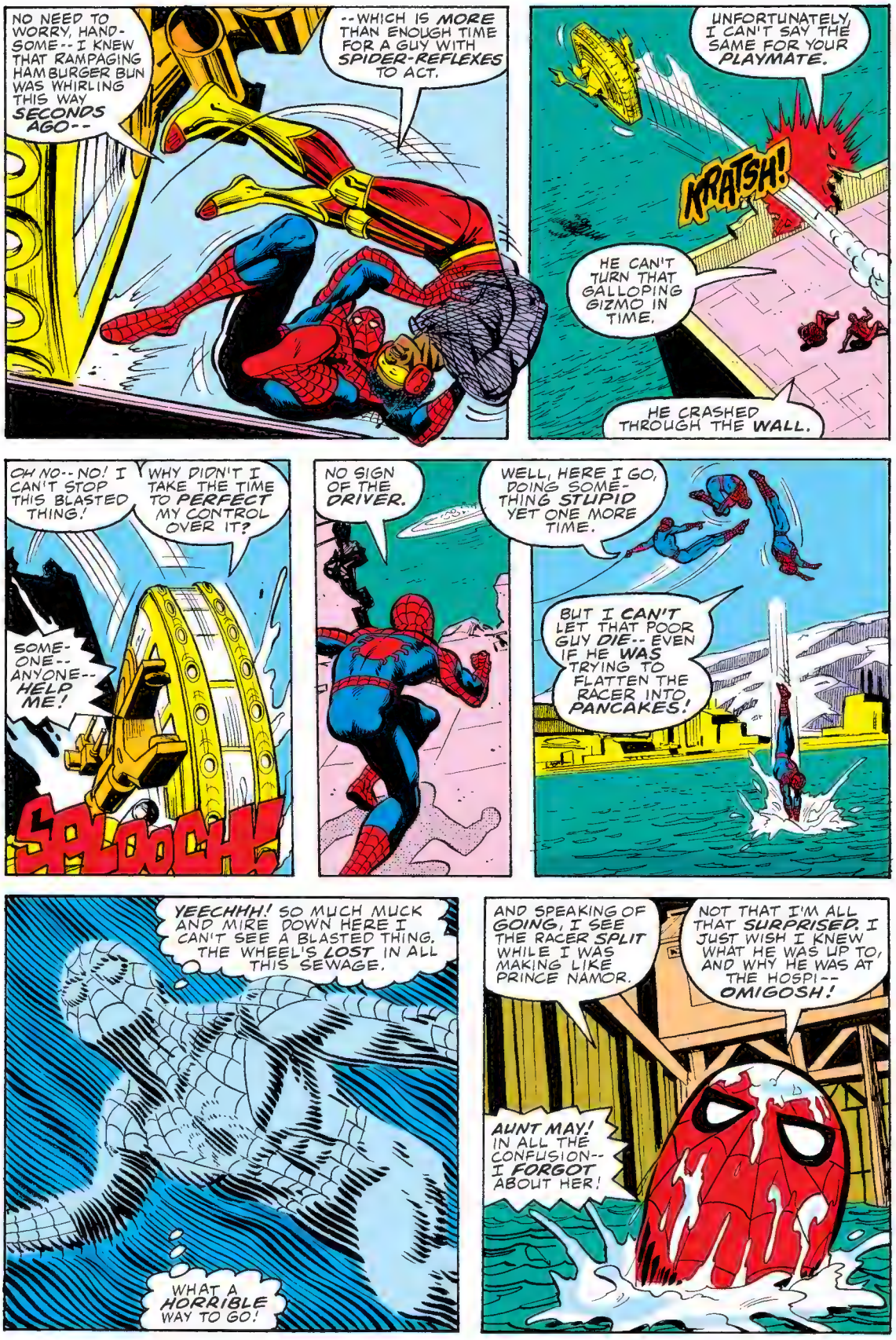

GOTTA ANGLE THIS JUST RIGHT, OR I'LL IMPACT WITH THE GROUND TOO FAST...
YEAH, I'M DOIN' IT... SKIMMIN' OFF THOSE POOR CARS...
... SLOWIN' MYSELF DOWN JUST PERFECT.
SPAK!
POK!
BOK!
DAIRY
NOW TO GET BACK TA SPIDEY AN' SHOW 'IM WHAT'S COMIN' DOWN!
HI, THERE, CUDDLES-- GOING SOMEPLACE?
HOPE YOU DON'T MIND ME JOINING YOU, 'CAUSE HERE I AM!
SAY, DID YOU MISS ME WHILE I WAS GONE?
I MAY HAVE BEFORE, WEB-SLINGER-- BUT NOT THIS TIME!
OBOY-- HE'S FIRING THOSE MICRO ROCKETS AGAIN... IF ONLY ONE OF THEM GETS ME, I'M DONE FOR!
TOO LATE TO WEB-WEAVE A BLOCKADE... GOTTA FIND SOMETHING ELSE TO TAKE THE BRUNT OF THEIR IMPACT.
SPAKAMM!
WE'VE OFTEN STATED THAT OUR WEBHEAD HAS THE PROPORTIONAL STRENGTH OF A SPIDER. NOW YOU CAN SEE WHAT WE'VE MEANT BY THAT.
AFTER ALL, HOW MANY NORMAL COLLEGE SENIORS CAN LIFT A RATHER WEIGHTY VOLKSWAGEN CAR, LET ALONE HOLD IT LONG ENOUGH TO TAKE THE IMPACT OF THE ROCKET RACER'S MICRO-MISSILES?
UNNGGHHH! ROCKET'S CRUSHED ME TO THE WALL...
...THE PRESSURE IS OVERWHELMING!
NOT BAD, CREEP. COURSE, YOU ONLY SURVIVED LONG ENOUGH FOR ME TO PERSONALLY DO YOU IN.
HUNH?
DON'T BET ON IT, PUNK!
YOU WON'T BE IN SHAPE TO DO ANYTHING BUT DIE!


YOU'VE TAUNTED ME... MOCKED ME, TORTURED ME-- BUT THAT ALL ENDS RIGHT NOW!
POW!
POK!
BAM!
BAM!
GOTTA MOVE-- HIS BULLETS ARE SPRAYIN' ALL OVER!
YOU'RE A DEAD MAN, RACER-- COURTESY OF--
THE BIG WHEEL!
WEELE? WEELE? HEY, IT CAN'T BE YOU!
BUT IT IS, YOU SNIVELLING LITTLE SNIT. JACKSON WEELE -- NOW THE BIG WHEEL!
BLAM!
YOU PUSHED ME TO THE WALL, MISTER-- NOW I'M PUSHING BACK!
NOTHING'S GOING TO STOP ME-- NOT 'TIL I'VE CRUSHED YOU TO A BLOODY PULP!
GO AHEAD, RACER-- RUN FOR ALL I CARE. WHEREVER YOU GO, I'LL FOLLOW YOU!
CRIPES! THE FOOL MEANS IT!
WELL, I AIN'T ABOUT TO LET THAT BOZO GET ME. MEBBE HE'S GOT POWER ON HIS SIDE... BUT I GOT EXPERIENCE.
NO MAN CATCHES THE ROCKET RACER --'LESS I WANT 'IM TO!
HE CAN'T TWIST THROUGH THESE CARS LIKE ME. I'LL GET AWAY SCOT-FREE!
OH, SWEET HEAVEN! I-- I CAN'T BELIEVE IT!
I SAID YOU CAN'T ESCAPE ME, PUNK! I MEANT IT!

WHAT THE BIG WHEEL CAN'T GO AROUND--HE CRUSHES THROUGH!
SKRUNNCHH
WHERE ARE YOU, RACER? YOU CAN'T HIDE FROM ME FOREVER.
I'LL FIND YOU, PUNK--THEN YOUR BONES WILL BE GROUND TO DUST BETWEEN MY MOLYBDENUM STEEL TREADS!
POK!
I DON'T HAFTA HIDE, TURKEY--NOT IF I CAN GET A CLEAR SHOT AT YA!
POK!
SO THERE YOU ARE, CRETIN! DID YOU ACTUALLY BELIEVE YOUR INEFFECTUAL LITTLE MISSILES COULD DAMAGE ME?
MY OUTER SHELL REVOLVES SO SWIFTLY IT EXPLODES YOUR ROCKETS LONG BEFORE THEY CAN GET NEAR ME.
NUTS!
BTAP
KPAK
BRAKKK
DO I SEE YOUR FEARLESS FACADE VANISH NOW, FOOL? WILL YOU CRY AND BEG FOR ME TO HALT MY UNRELENTING BARRAGE?
BEG, RACER--BEG, AND PERHAPS I WILL BE MERCIFUL!
YOU GOTTA BE JOKIN', TURKEY! YOU CAN'T BAG ME IF YA CAN'T CATCH ME!
EAT MY DUST, SWEETUMS--CAUSE THAT'S ALL YOU'RE GONNA GET OFF THE ROCKET RACER!


BEFORE YOU THINK WE'VE FORGOTTEN ABOUT THE STAR OF THIS MAG...
WHEW! MY CHEST'S STILL BURNING, BUT SOMEHOW I DON'T THINK MY HEALTH'S ALL THAT IMPORTANT RIGHT NOW.
NOT WHEN THOSE TITANIC TIRE TRACKS TELL ME SOMETHING HAPPENED HERE WHILE I WAS OUT COUNTING CONSTELLATIONS!
LET'S SEE, I KNOW IT'S IMPOSSIBLE FOR THE RACER TO HAVE CRUSHED THOSE CARS IN THAT MANNER...
...BUT WHAT IN SAM HILL COULD?
WHAT'S MORE, DO I REALLY WANNA FIND OUT?
SPIDEY, ANYONE TELL YOU YOU'VE GOT A LOUSY WAY OF GETTING INVOLVED IN THINGS THAT ARE WAY OVER YOUR HEAD?
HOO-BOY! UNLESS THEY'RE FILMING CLOSE ENCOUNTERS OF THE FOURTH KIND DOWN THERE, I'D SAY THAT'S THE CAR-CRUNCHING CONTRAPTION I'M LOOKING FOR.
BUT WHY'S IT CHASING AFTER THE RACER? MAYBE ROCKY TICKED OFF SOMEONE BESIDES ME?
WELL, I'LL WORRY ABOUT THAT FREE-WHEELING FRISBEE ANOTHER TIME--FIRST I WANNA SET THE RECORD STRAIGHT WITH MY ROLLER DERBY REJECT.


ALL RIGHT, HANDSOME, WAIT UP FOR YOUR FRIENDLY NEIGHBORHOOD ARACHNID.
GET OUTTA HERE, WEBHEAD! I HAVEN'T THE TIME FOR YOU.
NOW, WHERE HAVE I HEARD THAT BEFORE, CHUCKLES?
BY THE WAY, SON, DIDN'T YOU HEAR ME SAY STOP?
NO! YOU CAN'T DO THIS TO ME!
KNOW WHAT I LIKE ABOUT YOU, RACER? YOU'RE PERSISTENT!
STUPID AS ALL GET-OUT, BUT CERTAINLY PERSISTENT!
NOW, HOW ABOUT EXPLAINING WHY THAT STEEL PIZZA'S HOT ON YOUR TAIL?
FOOL! IT'S CHASED ME UP THE WALL! LOOK WHAT YOU'VE DONE, SPIDER-MAN--
--YOU'VE DOOMED US BOTH!


NO NEED TO WORRY, HANDSOME--I KNEW THAT RAMPAGING HAMBURGER BUN WAS WHIRLING THIS WAY SECONDS AGO--
--WHICH IS MORE THAN ENOUGH TIME FOR A GUY WITH SPIDER-REFLEXES TO ACT.
UNFORTUNATELY, I CAN'T SAY THE SAME FOR YOUR PLAYMATE.
KRATSH!
HE CAN'T TURN THAT GALLOPING GIZMO IN TIME.
HE CRASHED THROUGH THE WALL.
OH NO--NO! I CAN'T STOP THIS BLASTED THING!
WHY DIDN'T I TAKE THE TIME TO PERFECT MY CONTROL OVER IT?
SOMEONE--ANYONE--HELP ME!
SPLOOCH!
NO SIGN OF THE DRIVER.
WELL, HERE I GO, DOING SOMETHING STUPID YET ONE MORE TIME.
BUT I CAN'T LET THAT POOR GUY DIE--EVEN IF HE WAS TRYING TO FLATTEN THE RACER INTO PANCAKES!
YEECHHH! SO MUCH MUCK AND MIRE DOWN HERE I CAN'T SEE A BLASTED THING. THE WHEEL'S LOST IN ALL THIS SEWAGE.
WHAT A HORRIBLE WAY TO GO!
AND SPEAKING OF GOING, I SEE THE RACER SPLIT WHILE I WAS MAKING LIKE PRINCE NAMOR.
NOT THAT I'M ALL THAT SURPRISED. I JUST WISH I KNEW WHAT HE WAS UP TO, AND WHY HE WAS AT THE HOSP--OMIGOSH!
AUNT MAY! IN ALL THE CONFUSION--I FORGOT ABOUT HER!

IT TAKES ONLY A FEW MINUTES FOR AN ANXIOUS SPIDER-MAN TO WEB-SLING ACROSS MANHATTAN TO NEWHOPE MEMORIAL, AND THEN ANOTHER MOMENT FOR SPIDEY TO VANISH AND FOR PETER PARKER TO APPEAR...
AUNT MAY, GUESS WHICH OF YOUR FAVORITE NEPHEWS IS HERE TO--
SHE'S GONE! WHAT HAPPENED TO HER?
WAS I TOO LATE? IF ANYTHING HAPPENED WHILE I WAS GONE, I'LL NEVER FORGIVE MYSELF.
WORRIED, PETER RACES DOWN THE CORRIDORS IN SEARCH OF DOCTOR TOMPKINS...
SO YOU'RE BACK, PARKER. HOW NICE OF YOU TO SPARE THE TIME!
WHERE'S MY AUNT? HOW IS SHE?
WE'VE MOVED HER INTO THE CRITICAL WARD, PARKER. SHE HAD ANOTHER SEIZURE WHILE SPIDER-MAN WAS HERE.
SHE'S BEEN GIVEN A SEDATIVE, AND SHE CAN'T HAVE ANY VISITORS--WHICH SHOULD MAKE SUCH AN ATTENTIVE NEPHEW LIKE YOU VERY HAPPY.
GOOD DAY, PARKER.
SHE HAD AN ATTACK BECAUSE OF ME! ONCE AGAIN I'VE CREATED A DISASTER. SHE'S SACRIFICED EVERYTHING FOR ME, AND HOW DO I RETURN HER LOVE--?
BY NEARLY SCARING HER TO DEATH!
HEY, THERE YOU ARE, TIGER. I'VE BEEN LOOKING ALL OVER FOR YOU.
MARY JANE?
YOU'RE A REAL WINNER, PARKER. WHEN THEY AUCTIONED OFF THOSE BIG, BLACK CLOUDS THAT HANG OVER YOUR LIFE-- YOU MUST'VE BEEN THE FIRST FOOL TO BID.
PLEASE, TELL ME SOMETHING TO CHEER ABOUT. I NEED A DOSE OF SMILES RIGHT NOW.
HAVE YOU THOUGHT ABOUT MY-- PROPOSAL?
PROPOSAL? OH, THAT. THAT'S WHAT THIS DIMPLED DARLING IS HERE FOR, TIGER.
I'VE GOT SOMETHING BIG, BEAUTIFUL, AND SHINY --ALL FOR YOU!
WHAT GIVES? THIS IS THE ENGAGEMENT RING I GAVE TO YOU.
WHY ARE YOU RETURNING IT?

C'MON, TIGER--Y'KNOW GOOD OL' MJ IS TOO FREE A SPIRIT TO TIE HERSELF DOWN TO ANY ONE SWINGER--EVEN TO A BROWN-EYED HUNK LIKE YOU.
THERE'S A WORLD OF GROOVY GUYS OUT THERE, AND THIS DOLL'S GOTTA BE FREE TO FIND 'EM.
BESIDES, TIGER--I'M NOT THE DOWN-HOME-AND-MARRYING-KIND.
HEY, PUT ON A SMILE, DOLL-FACE --I'LL SEE YOU AROUND ... SOMETIME.
WE CAN STILL BE FRIENDS, RIGHT, TIGER?
SHE JILTED ME. SHE JILTED ME!
WELL, THIS HAS REALLY BEEN A RED-LETTER DAY, HASN'T IT? MY AUNT'S IN THE CRITICAL WARD BECAUSE OF ME...
...AND MY GAL VIRTUALLY TELLS ME WE'RE THROUGH, THAT SHE DOESN'T WANNA SEE ME ANYMORE. WHAT'S GONNA HAPPEN NEXT?
I'M WAITING FOR THE SKY TO FALL IN.
WHY IS MRS. MUGGINS STARING AT ME LIKE THAT...?
SHE LOOKS LIKE A HUNGRY VULTURE WAITING TO DEVOUR HER PREY.
HERE I THOUGHT THE WORLD WAS FINALLY STRAIGHTENING OUT FOR ME, NOW EVERYTHING GOES BOOM!
WHEN WILL I EVER LEARN THAT OPTIMISM IS FOR FOOLS? WHEN--
PETER PARKER? I'VE BEEN WAITING FOR YOU!
YOU? I NEVER EXPECTED YOU OF ALL PEOPLE!
NEXT ISSUE:
TENSIONS MOUNT AS GRADUATION CREEPS EVER CLOSER. BE WITH US FOR THE THRILLER WE CAN ONLY CALL:
WHITE DRAGON!
RED DEATH!

SPIDER-MAN
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the AMAZING SPIDER-MAN
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MARVEL'S TV SENSATION!
A BRAND-NEW FOE SENDS SPIDEY TO A FLAMING END!!
WHITE DRAGON! RED DEATH!
ANDRU/MCLEOD

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

MARY WOLFMAN / WRITER / EDITOR / ROSS ANDRU / PENCILS / FRANK GIACOIA / INKS / J. COSTANZA / LETTERS / GLYNIS WEIN / COLORS

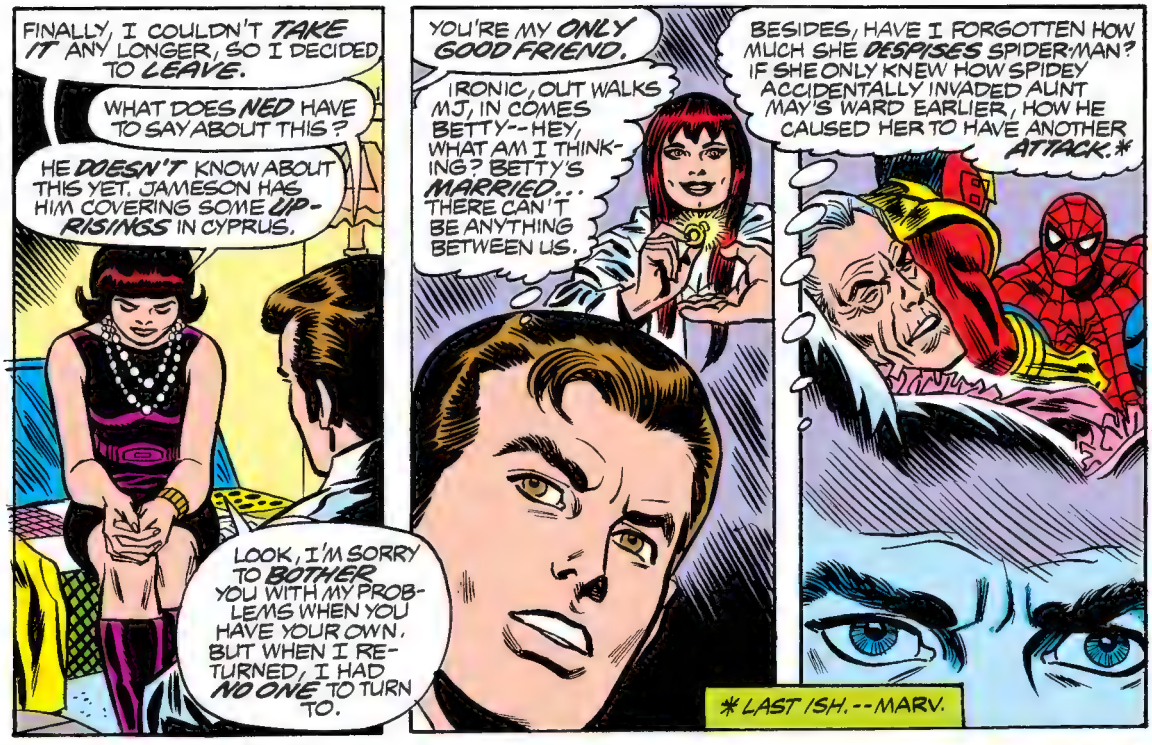
WHITE DRAGON! RED DEATH!

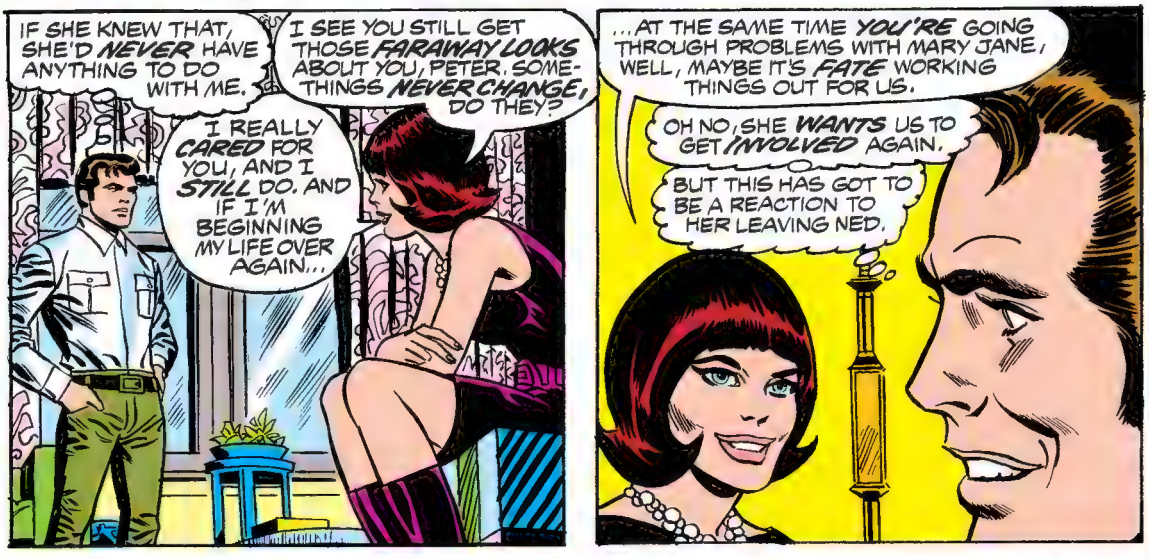
SYNOPSIS: AUNT MAY HAS BEEN MOVED INTO THE **CRITICAL WARD** OF NEWHOPE MEMORIAL HOSPITAL, AND MARY JANE WATSON HAS JUST TURNED DOWN PETER PARKER'S **PROPOSAL** OF MARRIAGE. IN SHORT, THINGS ARE LOOKING THEIR CUSTOMARY **DOWN** FOR OUR STALWART HERO AS HE **RETURNS** TO HIS CHELSEA PAD...

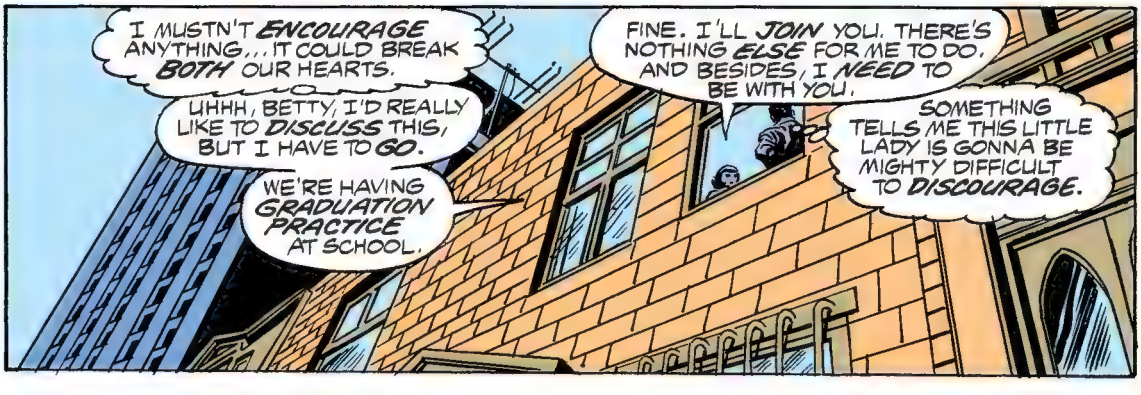
SOMEONE INSIDE MY APARTMENT. BUT--?
PETER PARKER, I'VE BEEN WAITING FOR YOU!
BETTY...? BETTY BRANT? IS THAT YOU?
IT CERTAINLY ISN'T CHERYL LADD, BROWN EYES!

C87H

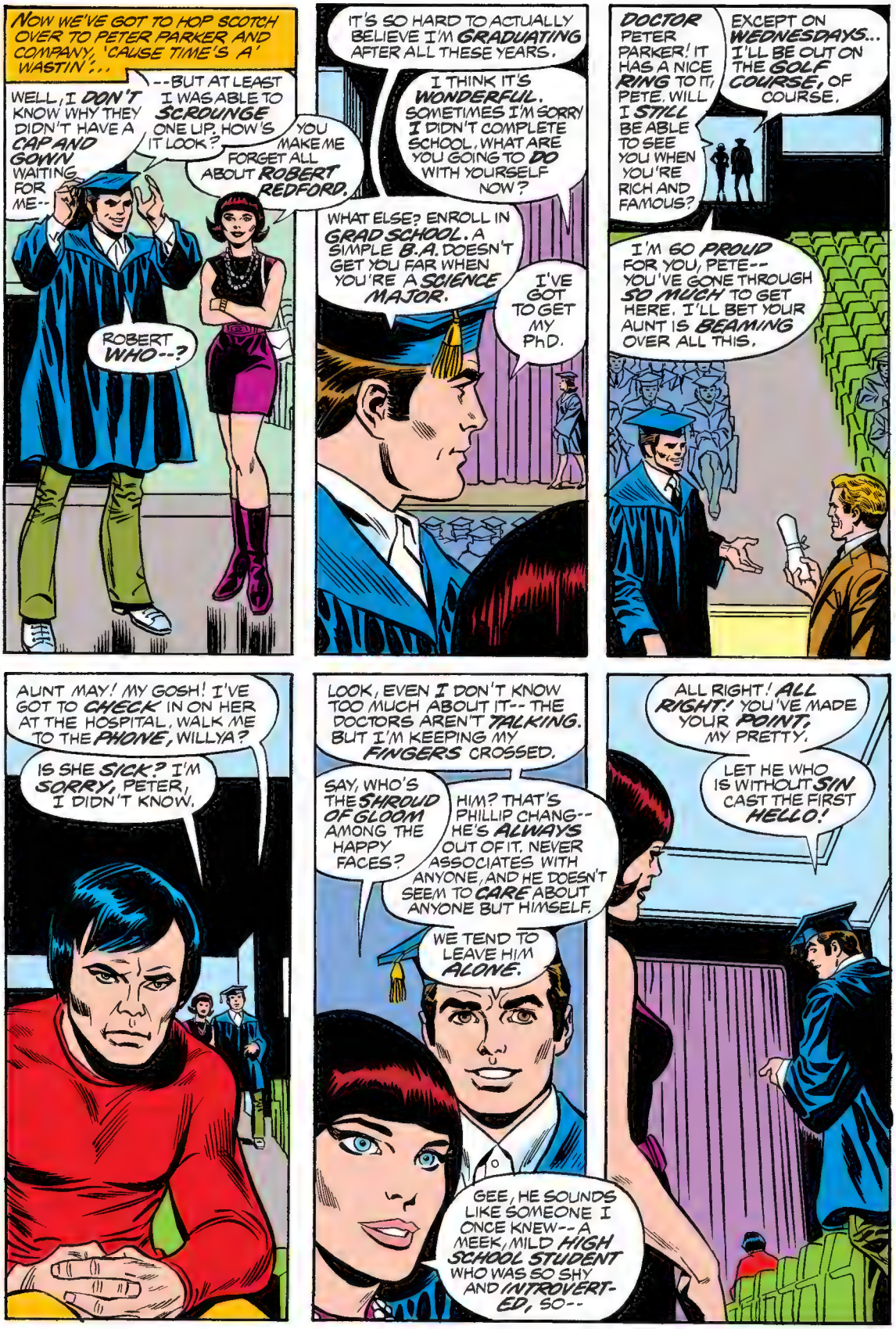
IT'S GREAT SEEING YOU, BETTY. BUT I THOUGHT YOU WERE IN PARIS WITH NED.
SKINFLINT JAMESON CALL BACK YOU TWO LOVEBIRDS?
YOU'RE LOOKING REALLY GREAT, PETER. MARY JANE MUST BE TREATING YOU WELL.
BETTER AND BETTER
AHHH, THERE'S A LOOONG STORY THERE. REMIND ME TO BORE YOU WITH IT SOMEDAY. BUT I THINK MJ AND I JUST SPLIT. I'M NOT EXACTLY SURE, MIND YOU.
I'M SORRY TO HEAR THAT, PETER, SEEING THAT I'M HERE FOR, WELL, ALMOST THE SAME REASON.
I--I JUST LEFT NED.
HUNH? HOLD IT! SLOW DOWN. MIND TAKING THAT OVER AGAIN, LITTLE LADY?
WHAT HAPPENED?
YOU HAD ONE OF THIS CENTURY'S GREATER ROMANCES GOING.
FUNNY, I THOUGHT SO, TOO. BUT I GUESS THINGS DON'T ALWAYS WORK OUT THE WAY YOU WANT THEM TO.
FOR A LONG TIME I LOVED YOU, PETER, AND THAT NEVER WORKED OUT.
IT CAME DOWN TO THIS, PETER. HERE I WAS, AN AMERICAN ALONE IN PARIS. I COULDN'T SPEAK THE LANGUAGE, DIDN'T HAVE ANY FRIENDS...
...AND NED WOULD BE AWAY ON ASSIGNMENT FOR DAYS, SOMETIMES WEEKS AT A STRETCH.
WE WERE JUST MARRIED, AND I WAS MORE ALONE THAN WHEN I WAS SINGLE.


FINALLY, I COULDN'T TAKE IT ANY LONGER, SO I DECIDED TO LEAVE.
WHAT DOES NED HAVE TO SAY ABOUT THIS?
HE DOESN'T KNOW ABOUT THIS YET. JAMESON HAS HIM COVERING SOME UP-RISINGS IN CYPRUS.
LOOK, I'M SORRY TO BOTHER YOU WITH MY PROBLEMS WHEN YOU HAVE YOUR OWN, BUT WHEN I RETURNED, I HAD NO ONE TO TURN TO.
YOU'RE MY ONLY GOOD FRIEND.
IRONIC, OUT WALKS MJ, IN COMES BETTY--HEY, WHAT AM I THINKING? BETTY'S MARRIED... THERE CAN'T BE ANYTHING BETWEEN US.
BESIDES, HAVE I FORGOTTEN HOW MUCH SHE DESPISES SPIDER-MAN? IF SHE ONLY KNEW HOW SPIDEY ACCIDENTALLY INVADED AUNT MAY'S WARD EARLIER, HOW HE CAUSED HER TO HAVE ANOTHER ATTACK.*
* LAST ISH. --MARV.

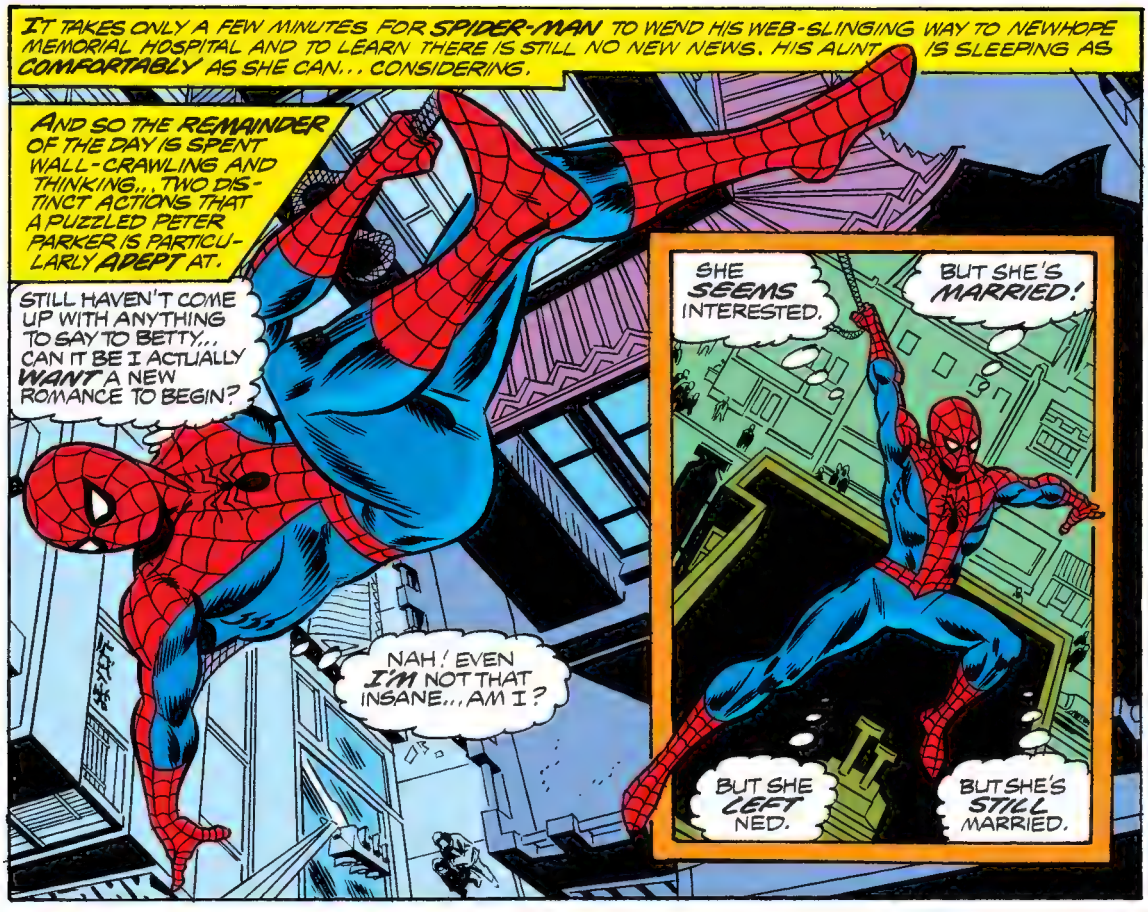

IF SHE KNEW THAT, SHE'D NEVER HAVE ANYTHING TO DO WITH ME.
I SEE YOU STILL GET THOSE FARAWAY LOOKS ABOUT YOU, PETER. SOMETHINGS NEVER CHANGE, DO THEY?
I REALLY CARED FOR YOU, AND I STILL DO. AND IF I'M BEGINNING MY LIFE OVER AGAIN...
...AT THE SAME TIME YOU'RE GOING THROUGH PROBLEMS WITH MARY JANE, WELL, MAYBE IT'S FATE WORKING THINGS OUT FOR US.
OH NO, SHE WANTS US TO GET INVOLVED AGAIN.
BUT THIS HAS GOT TO BE A REACTION TO HER LEAVING NED.


I MUSTN'T ENCOURAGE ANYTHING... IT COULD BREAK BOTH OUR HEARTS.
UHHH, BETTY, I'D REALLY LIKE TO DISCUSS THIS, BUT I HAVE TO GO.
WE'RE HAVING GRADUATION PRACTICE AT SCHOOL.
FINE. I'LL JOIN YOU. THERE'S NOTHING ELSE FOR ME TO DO, AND BESIDES, I NEED TO BE WITH YOU.
SOMETHING TELLS ME THIS LITTLE LADY IS GONNA BE MIGHTY DIFFICULT TO DISCOURAGE.

AND NOW, LET'S MOVE UPTOWN TO THE EAST 80'S WHERE WE LOOK IN ON THE PEERLESS PUBLISHER OF THE DAILY BUGLE, AND A CERTAIN DR. MARLA MADISON...
YOU'RE SURE YOU WANT TO GO THROUGH WITH THIS, JONAH?
I HAVE TO, MARLA.
CRYONICS
I'VE AVOIDED THINKING ABOUT THIS FOR MONTHS, HOPING IT WOULD GO AWAY.
YOU! WHY ARE YOU STARING AT ME LIKE A HUNGRY VULTURE?
WHAT? YOU WANT ME TO SNUFF THIS OUT? DO YOU KNOW WHAT THESE COST? DO YOU REALIZE HOW MANY CUBANS ARE NECESS...
MR. JAMESON, I'M SORRY TO BE LATE. COME IN.
ERRR, THERE'S NO SMOKING HERE, MR. JAMES--
ALL RIGHT, DR. GREENE, WHY DID YOU CALL ME HERE?
AND DON'T DAWDLE! I'M A BUSY MAN!
IT'S ABOUT YOUR SON, MR. JAMESON, I'M AFRAID WE CAN'T CURE HIM, IT'S BEYOND OUR KNOWLEDGE.
HE'LL HAVE TO REMAIN IN THIS CRYOGENIC CHAMBER PERHAPS FOREVER.
WHAT? YOU SNIVELLING LITTLE PIPSQUEAK! ARE YOU TELLING ME YOU CAN'T CURE JOHN JAMESON? ARE YOU TELLING ME ALL MY MONEY IS USELESS? YOU'RE LYING! YOU WANT ME TO PAY MORE!
I'M NOT LYING, MR. JAMESON, AND WE CAN'T HELP YOUR SON HERE.
SHUT UP! WHO ASKED YOU?
MARLA, DID YOU HEAR THAT... THAT FIFTH-RATE SCHWEITZER? HE'S CONDEMNED JOHN TO ETERNAL SLEEP.
LET ME GET MY HANDS AROUND HIS LYING NECK!
JONAH, DEAR -- DON'T. HE CAN'T CHANGE THE FACTS.
I'M REALLY SORRY ABOUT THIS, MR. JAMESON, BUT...
YOU DON'T KNOW HOW SORRY YOU'LL BE, GREENE.
WHEN I'M DONE WITH YOU, THEY WON'T ALLOW YOU TO EMPTY BEDPANS!

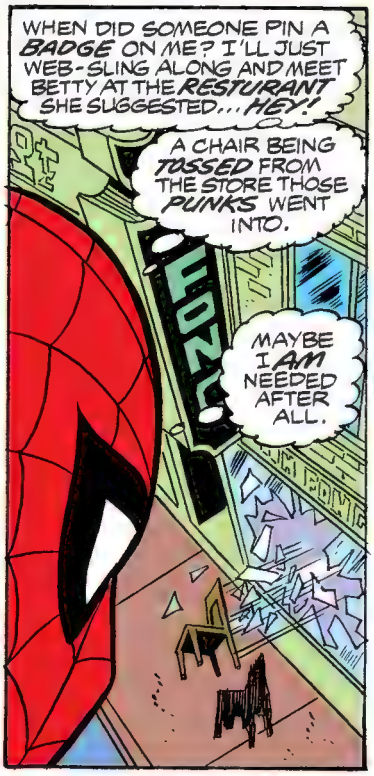

NOW WE'VE GOT TO HOP SCOTCH OVER TO PETER PARKER AND COMPANY, 'CAUSE TIME'S A' WASTIN';..
WELL, I DON'T KNOW WHY THEY DIDN'T HAVE A CAP AND GOWN WAITING FOR ME--
--BUT AT LEAST I WAS ABLE TO SCROUNGE ONE UP. HOW'S IT LOOK?
YOU MAKE ME FORGET ALL ABOUT ROBERT REDFORD.
ROBERT WHO--?
IT'S SO HARD TO ACTUALLY BELIEVE I'M GRADUATING AFTER ALL THESE YEARS.
I THINK IT'S WONDERFUL. SOMETIMES I'M SORRY I DIDN'T COMPLETE SCHOOL. WHAT ARE YOU GOING TO DO WITH YOURSELF NOW?
WHAT ELSE? ENROLL IN GRAD SCHOOL. A SIMPLE B.A. DOESN'T GET YOU FAR WHEN YOU'RE A SCIENCE MAJOR.
I'VE GOT TO GET MY PhD.
DOCTOR PETER PARKER! IT HAS A NICE RING TO IT, PETE. WILL I STILL BE ABLE TO SEE YOU WHEN YOU'RE RICH AND FAMOUS?
EXCEPT ON WEDNESDAYS... I'LL BE OUT ON THE GOLF COURSE, OF COURSE.
I'M SO PROUD FOR YOU, PETE-- YOU'VE GONE THROUGH SO MUCH TO GET HERE. I'LL BET YOUR AUNT IS BEAMING OVER ALL THIS.
AUNT MAY! MY GOSH! I'VE GOT TO CHECK IN ON HER AT THE HOSPITAL. WALK ME TO THE PHONE, WILLYA?
IS SHE SICK? I'M SORRY, PETER, I DIDN'T KNOW.
LOOK, EVEN I DON'T KNOW TOO MUCH ABOUT IT-- THE DOCTORS AREN'T TALKING. BUT I'M KEEPING MY FINGERS CROSSED.
SAY, WHO'S THE SHROUD OF GLOOM AMONG THE HAPPY FACES?
HIM? THAT'S PHILLIP CHANG-- HE'S ALWAYS OUT OF IT. NEVER ASSOCIATES WITH ANYONE, AND HE DOESN'T SEEM TO CARE ABOUT ANYONE BUT HIMSELF.
WE TEND TO LEAVE HIM ALONE.
GEE, HE SOUNDS LIKE SOMEONE I ONCE KNEW-- A MEEK, MILD HIGH SCHOOL STUDENT WHO WAS SO SHY AND INTROVERTED, SO--
ALL RIGHT! ALL RIGHT! YOU'VE MADE YOUR POINT, MY PRETTY.
LET HE WHO IS WITHOUT SIN CAST THE FIRST HELLO!

PHILIP CHANG, MY NAME'S PETE... PETER PARKER, I JUST WANTED TO--
OH NO! THEY'VE FOUND ME!
YOU WON'T GET ME-- GET AWAY! GET AWAY!
HIIIYAHHH!
HUNH? IF MY SPIDER-SENSE HADN'T WARNED ME IN TIME...
...HIS SWING COULD'A DISCONNECTED MY HEAD FROM MY SHOULDERS!
YOU--YOU'RE NOT ONE OF THEM.
YOU ARE NOT A DRAGON!
HOLD ON THERE, FELLA-- WHAT'S WITH THIS DRAGON?
SO, IT BEGINS AGAIN, DOES IT? THE FEAR... THE WORRY!
IT'S HAUNTED ME SINCE I LEFT HONG KONG.
I DO NOT THINK... AND THIS TIME I ALMOST KILLED!
ARE YOU ALRIGHT, PHILIP?
PLEASE, I WANT TO BE ALONE! I DO NOT WISH TO SPEAK WITH ANYONE.
TALK ABOUT DEFINITE WEIRDOS!
LISTEN, BETTY, I WANT TO SEE AUNT MAY-- BEFORE TWO, WHY DON'T WE MEET FOR DINNER? I'LL GIVE YOU A CALL AT MY PLACE.
WELL, I, UHHH, SURE, PETER-- TONIGHT!
HATED TO GIVE BETTY THE BRUSH, BUT NOT ONLY DO I WANNA SEE AUNT MAY, BUT I'VE GOT TO COME UP WITH A WAY OF LETTING DOWN BETTY.
SHE MAY NOT KNOW IT, BUT SHE REALLY DOESN'T WANT US TO START UP ALL OVER AGAIN.
SHE LOVES NED... I THINK.


IT TAKES ONLY A FEW MINUTES FOR SPIDER-MAN TO WEND HIS WEB-SLINGING WAY TO NEWHOPE MEMORIAL HOSPITAL AND TO LEARN THERE IS STILL NO NEW NEWS. HIS AUNT IS SLEEPING AS COMFORTABLY AS SHE CAN... CONSIDERING.
AND SO THE REMAINDER OF THE DAY IS SPENT WALL-CRAWLING AND THINKING... TWO DISTINCT ACTIONS THAT A PUZZLED PETER PARKER IS PARTICULARLY ADEPT AT.
STILL HAVEN'T COME UP WITH ANYTHING TO SAY TO BETTY... CAN IT BE I ACTUALLY WANT A NEW ROMANCE TO BEGIN?
NAH! EVEN I'M NOT THAT INSANE... AM I?
SHE SEEMS INTERESTED.
BUT SHE'S MARRIED!
BUT SHE LEFT NED.
BUT SHE'S STILL MARRIED.

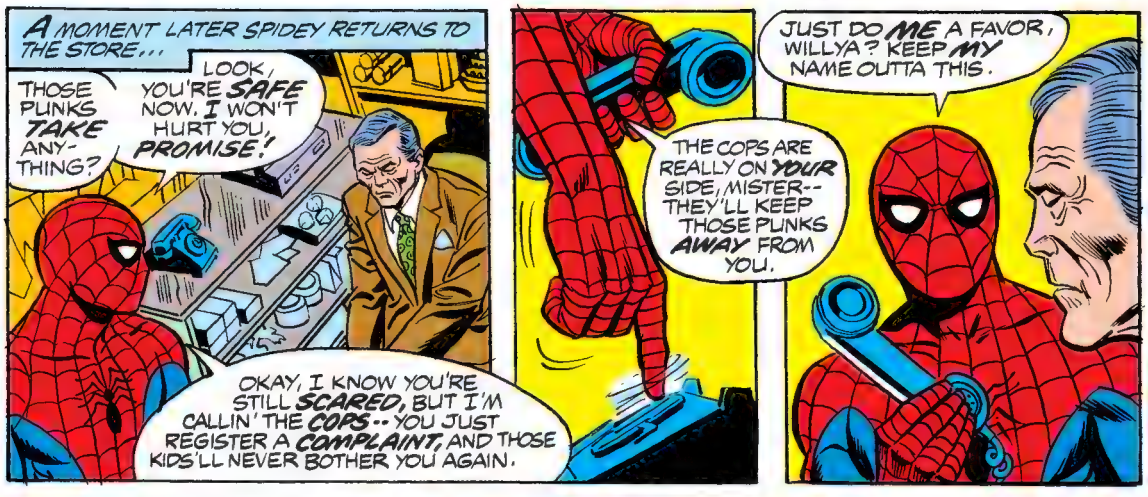
SHE WAS THE FIRST GIRL I EVER LOVED... AND MAYBE I JUST NEVER GOT OVER LOSING--
HMMM, NICE BUNCH'A PUNKS DOWN THERE... PUSHING THAT OLD MAN OUTTA THEIR WAY.

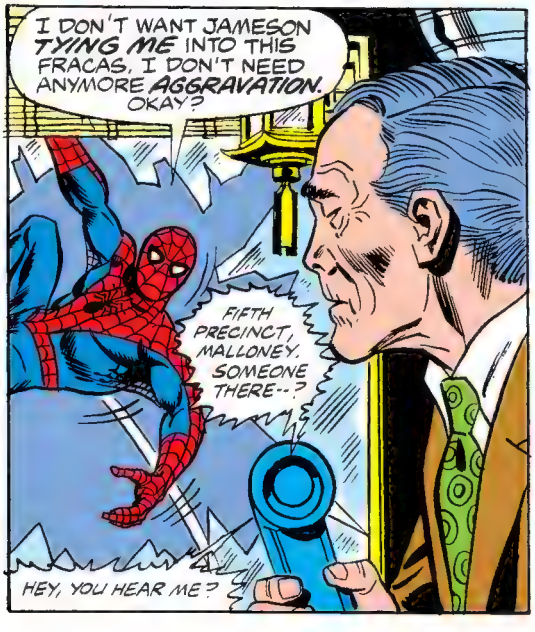
MAYBE I SHOULD GET INVOLVED?
HECK, LISTEN TO ME. ALLIVA-SUDDEN I'M SPIDEY THE TRUANT OFFICER!


WHEN DID SOMEONE PIN A BADGE ON ME? I'LL JUST WEB-SLING ALONG AND MEET BETTY AT THE RESTURANT SHE SUGGESTED... HEY!
A CHAIR BEING TOSSED FROM THE STORE THOSE PUNKS WENT INTO.
MAYBE I AM NEEDED AFTER ALL.

AND...
LISTEN, MAN, YOU PAY THE DRAGONS, OR MAYBE WE WON'T PROTECT YOU! IF SOMEONE BIG AN' BAD DECIDES TA WRECK UP YOUR PRETTY STORE-- LIKE THIS!
AH, THE OLD PROTECTION RACKET, IS IT? SHAME YOU'RE THE ONE'S GONNA NEED THE PROTECTING--FROM ME!
SPIDER-MAN?
THAT'S THE NAME, HANDSOME, DON'T WEAR IT OUT!
BOYS, THAT'S PROBABLY A PRICELESS ANTIQUE YOU'RE TOSSING AROUND THERE.
DON'TCHA HAVE ANY SENSE OF HISTORY?
YOU'RE GONNA BE HISTORY, WEB-HEAD--AFTER WE GET DONE CARVIN' OUR NAMES INTA YOU.
LEMME SEE, THREE AGAINST ONE!
WELL, THE ODDS ARE AGAINST YOU... BUT THEN YOU'RE THE ONES ITCHIN' FOR THIS TUSSLE... NOT LITTLE OL' ME.
I'M A PEACE-LOVING SPIDEY, ASK ANYONE.
THWIP
EXCEPT FOR J. JONAH JAMESON, THAT IS.
THAT BIRDBRAIN AND I DON'T EXACTLY SEE EYE-TO-MASK.
SAY, DO YOU HAVE A LICENSE FOR THIS CAP PISTOL?
HEY!
DIDN'T YOUR TEACHERS EVER TELL YOU HEY IS FOR HORSES?
I-I CAN'T SEE!
DON'T WORRY! YOU'RE NOT MISSING MUCH!
GOIN' SOME-PLACE, BUNKIE?

PUT US DOWN!
KEEP ON YOUR CROOKED PATH, AND EVERYONE'LL BE PUTTIN' YOU DOWN.
FROM THE COP ON THE CORNER--TO THE JUDGE WHO SENTENCES YOU.
GET THE MESSAGE?


A MOMENT LATER SPIDEY RETURNS TO THE STORE...
THOSE PUNKS TAKE ANY-THING?
LOOK, YOU'RE SAFE NOW. I WON'T HURT YOU, PROMISE!
OKAY, I KNOW YOU'RE STILL SCARED, BUT I'M CALLIN' THE COPS -- YOU JUST REGISTER A COMPLAINT, AND THOSE KIDS'LL NEVER BOTHER YOU AGAIN.
THE COPS ARE REALLY ON YOUR SIDE, MISTER-- THEY'LL KEEP THOSE PUNKS AWAY FROM YOU.
JUST DO ME A FAVOR, WILLYA? KEEP MY NAME OUTTA THIS.


I DON'T WANT JAMESON TYING ME INTO THIS FRACAS, I DON'T NEED ANYMORE AGGRAVATION. OKAY?
FIFTH PRECINCT, MALLONEY. SOMEONE THERE--?
HEY, YOU HEAR ME?

WON FONG GLANCES NERVOUSLY AT THE TELEPHONE...

...THEN HESITANTLY HANGS IT UP.
IN CHINATOWN, YOU DO NOT BRING IN OUT-SIDERS. NO MATTER WHAT THE REASON MAY BE.

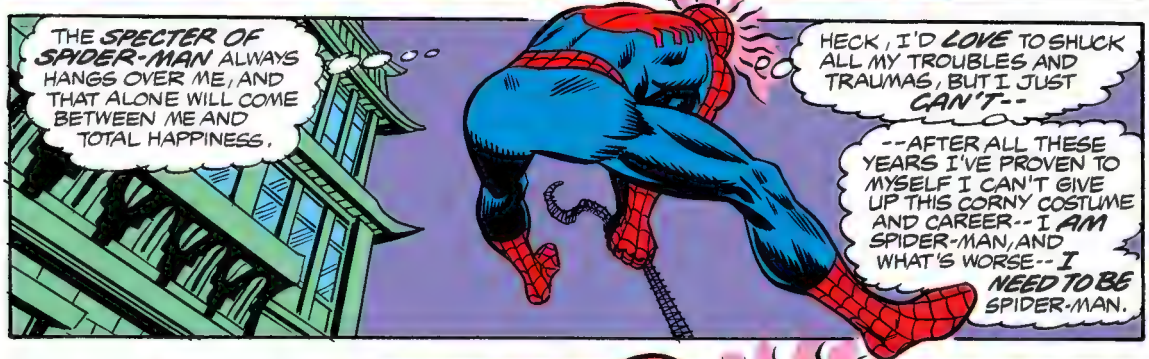
IT IS SEVERAL MINUTES LATER WHEN WE REJOIN PETER PARKER HAPPILY ENTERING THE LIN CHOW RESTURANT...
HI, BETTY. WAITING FOR ME LONG?
ONLY MY WHOLE LIFE.
COMING BACK TO NEW YORK HAS REVITAL-IZED ME, I FEEL SO GOOD.
NO MATTER WHAT ANY-ONE SAYS, PARIS IS DEPRESS-ING.
ESPECIALLY WHEN YOU'RE ALWAYS ALONE.
PETER, I JUST CAN'T EXPRESS WHAT BEING HERE WITH YOU MEANS TO ME.
FOR THE FIRST TIME IN MONTHS, I FEEL HAPPY TO BE ALIVE.
GULP! ERR, BETTY, I, UHHH...
LOOK, WHY DON'T WE ORDER? I'M STARVED. I COULD EAT A TEAM OF HORSES.
SAY, THEY SERVE HAMBURGERS HERE?
UMM, ERR, AHEMMM...
LOTUS RESTAURANT
ARE YOU READY TO ORDER?
PHILIP CHANG?
YOU? THE ONE FROM SCHOOL!
YOU FOLLOWED ME HERE?
I... I AM SORRY FOR ALMOST HITTING YOU.
NOW I WILL FIND ANOTHER WAITER TO SERVE YOU.
PHILIP, PLEASE-- DON'T GO!
IF YOU'RE IN ANY TROUBLE--?

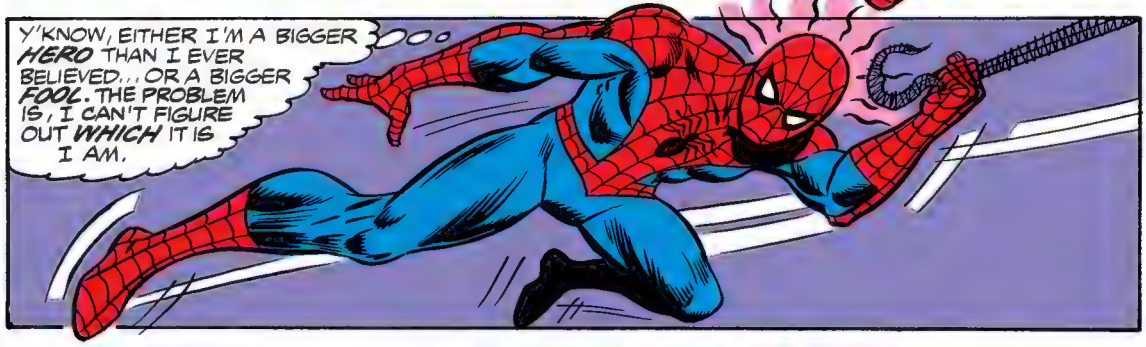
NO, I WISH TO BE LEFT ALONE. YOU CAN NOT HELP ME. NO ONE CAN!
I USETA THINK THE SAME WAY, PAL, AND WHAT DID IT GET ME? ZILCH!
BACK IN HIGH SCHOOL I KEPT TO MYSELF SO MUCH I DIDN'T HAVE A FRIEND IN THE WORLD.
LISTEN, I SAID I'D LIKE TO HELP, HOWEVER I CAN-- EVEN IF IT MEANS I BECOME YOUR SOUNDING BOARD.
LET ME PUT IT THIS WAY, PHILIP--IT DOESN'T TAKE A DUMMY TO FIGURE OUT YOU'RE IN SOME KINDA TROUBLE... THAT SOMEONE'S AFTER YOU.
YOU KNOW? BUT HOW?
YOU KEEP NERVOUSLY GLANCING OVER YOUR SHOULDER THE WAY YOU'VE BEEN...
...AND YOU'LL GIVE YOURSELF A PERMANENT NECK CRAMP.
C'MON, WHAT'S UP?
YOU WOULD NOT UNDERSTAND.
TRY ME. I'M NOT EXACTLY AS THICK AS I LOOK.
PERHAPS I NEED A FRIEND HERE IN AMERICA. I HAVE NONE.
YOU KNOW I CAME TO YOUR COUNTRY ONLY THIS YEAR.
AND HOW I KNOW! YOU WERE TOUTED AS ONE OF E.S.U.'s GREAT NEW BRAINS. YOU TRANSFERED FROM HONG KONG, I HEAR.
TRANSFER? YOU MAY CALL IT THAT.
I AM HERE BECAUSE MY LIFE WAS IN DANGER IN MY HOMELAND.
NOW, BECAUSE SOMEONE KNOWS WHO I AM... AND WHERE I AM, MY LIFE IS IN DANGER HERE.
WANNA ELUCIDATE, FRIEND? I'M STILL A LITTLE MUDDY ON THE DETAILS.
NO... I HAVE ALREADY SAID TOO MUCH. I MUST NOT CONTINU--
WHAT YOU HAVE ALREADY REVEALED WILL NOT MATTER, PHILIP CHANG--

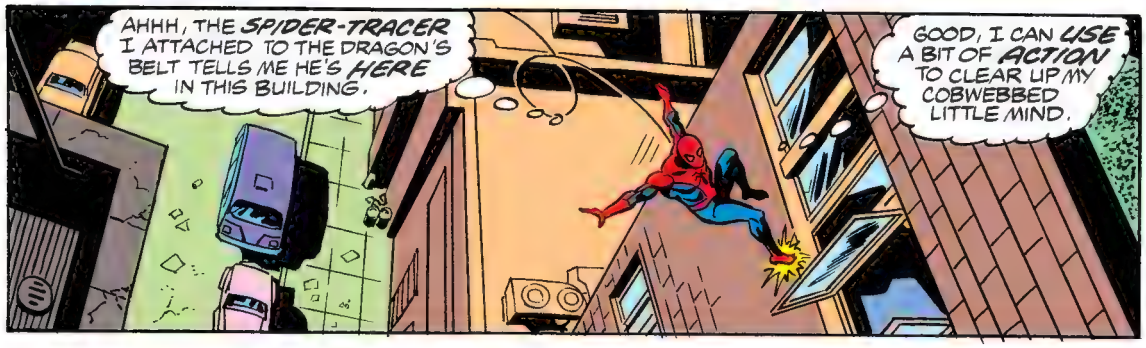
--NOT IF THE WHITE DRAGON SHOULD SLAY YOU!
YOU DID NOT THINK YOU COULD LONG REFUSE TO SEE ME, DID YOU, CHILD?
AND YOU MOST CERTAINLY COULD NOT BELIEVE YOU COULD LONG AVOID ME.
YOU HAVE BEEN GIVEN MY ULTIMATUM. HOW ANSWER YOU?
PLEASE... DO NOT DO ANYTHING HERE.
P-PETER?
I DON'T LIKE THE LOOK'S OF THIS CREEP...
...BUT HOW DO I GET OUTTA HERE AN' MAKE THE SWITCH TO WEBHEAD?
BUT BEFORE THE BEFUDDLED PETER PARKER CAN MAKE HIS MOVE...
YOUR PERIOD OF GRACE IS OVER, CHANG--
THE WHITE DRAGON IS NOW FORCED TO ANSWER FOR YOU!
PWIFFF
...GAS! D-DON'T...
GOTTA DO SOMETHING, BUT I CAN'T LET HIM KNOW WHAT I'M UP TO.
HEY, YOU CAN'T COME BARGING IN HERE--
AWAY FROM ME, YOU YOUNG FOOL! AWAY BEFORE I DO WORSE TO YOU THAN I'VE DONE TO YOUR COWARDLY FRIEND.
...RUNNING OFF, BUT IT DOESN'T MATTER NOW.
SOMETHING TELLS ME HE WON'T HURT PHILIP, AT LEAST NOT BEFORE SPIDEY CAN ENTER THE SCENE.
WHICH MEANS I'VE SOMEHOW GOT TO DITCH BETTY--FAST.

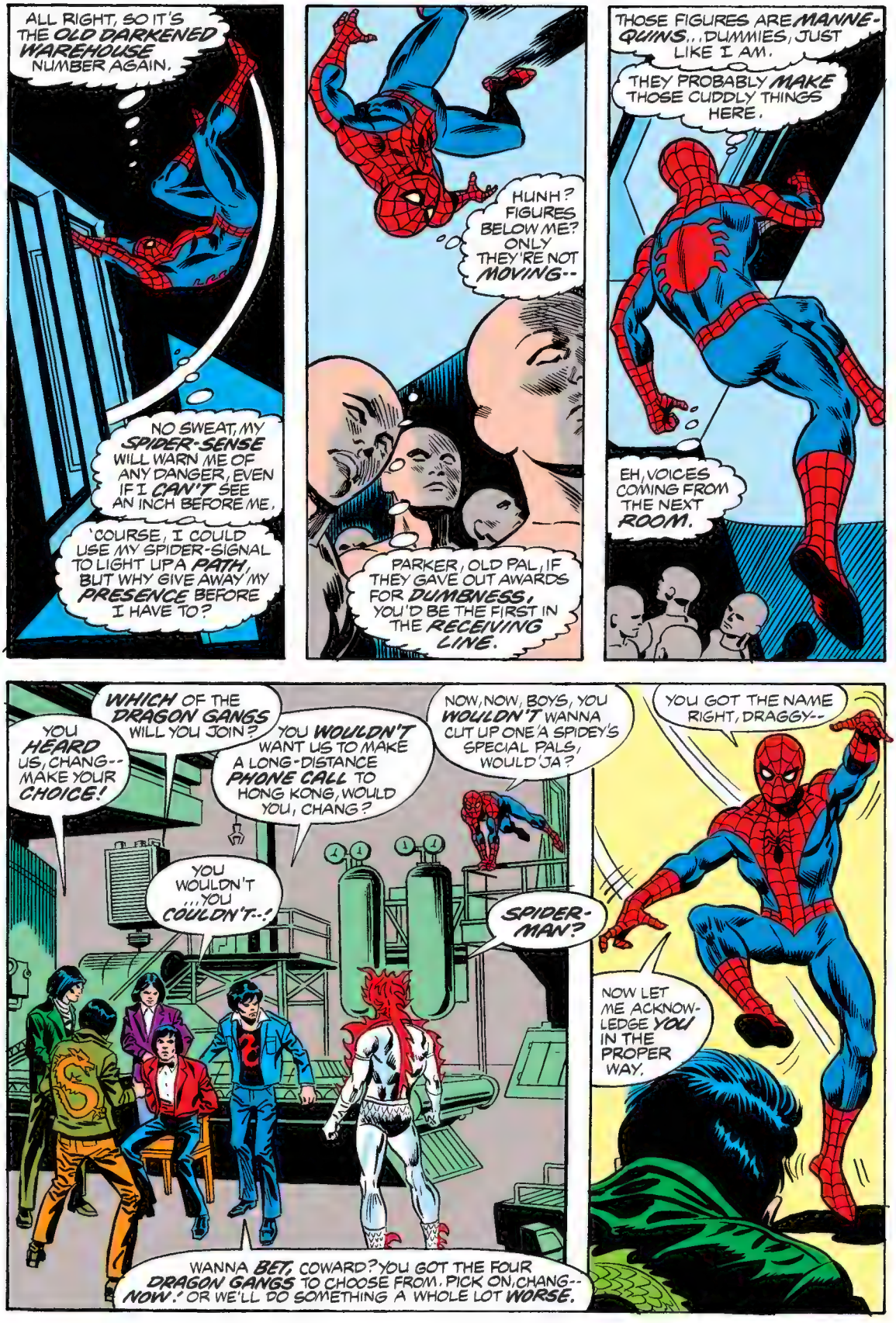
AND, A FEW MINUTES LATER...
I KNOW HOW YOU HATE VIOLENCE, BETTY-- BUT I'VE GOT MY JOB TO DO, AND JAMESON WILL PAY PLENTY FOR PIX OF THAT SCREWBALL.
WITH AUNT MAY IN THE HOSPITAL, I CAN'T AFFORD NOT TO MAKE BIG BUCKS.
THEN PLEASE, PETER, FOR ME... BE CAREFUL.
I DON'T WANT TO LOSE YOU, TOO.

THIS ISN'T WORKING OUT THE WAY I WANTED IT TO. SOMEHOW I'VE GOT TO CONVINCE HER OUR RELATIONSHIP CAN'T WORK.
RIGHT AFTER I'M THROUGH CONVINCING MYSELF.
FUNNY, ALL THOSE YEARS APART, AND I JUST TOOK TO HER SO COMFORTABLY. SHE'S NOT WILD LIKE MJ-- SHE ONLY WANTS A GOOD LIFE, A SECURE LIFE... A HAPPY LIFE.
EXACTLY THE KINDA LIFE I WANT... BUT I'VE GOT THE PROVERBIAL SNOWBALL'S CHANCE IN A BLAST FURNACE OF FINDING THAT HAPPINESS.

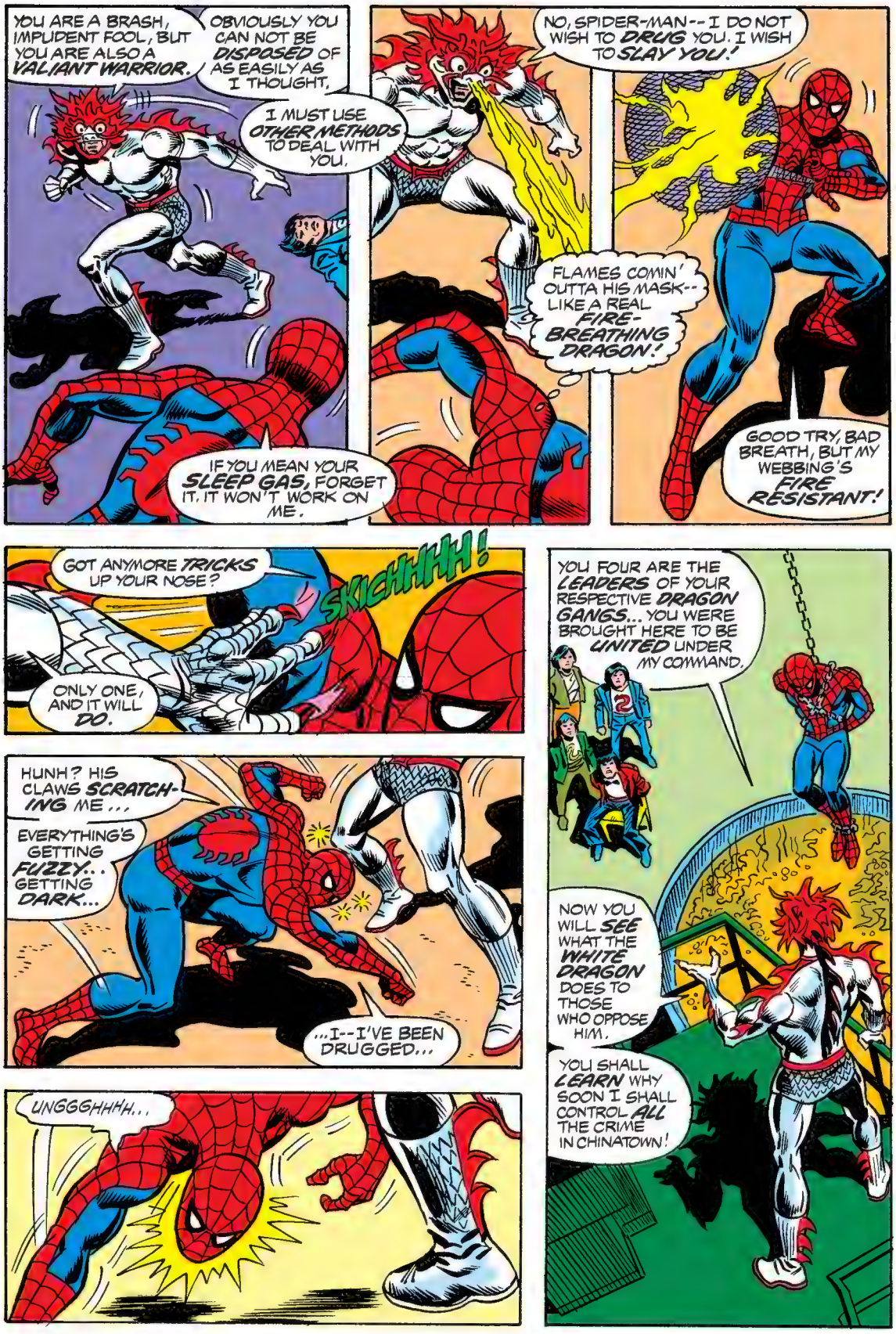

THE SPECTER OF SPIDER-MAN ALWAYS HANGS OVER ME, AND THAT ALONE WILL COME BETWEEN ME AND TOTAL HAPPINESS.
HECK, I'D LOVE TO SHUCK ALL MY TROUBLES AND TRAUMAS, BUT I JUST CAN'T--
--AFTER ALL THESE YEARS I'VE PROVEN TO MYSELF I CAN'T GIVE UP THIS CORNY COSTUME AND CAREER-- I AM SPIDER-MAN, AND WHAT'S WORSE-- I NEED TO BE SPIDER-MAN.


Y'KNOW, EITHER I'M A BIGGER HERO THAN I EVER BELIEVED... OR A BIGGER FOOL. THE PROBLEM IS, I CAN'T FIGURE OUT WHICH IT IS I AM.


AHHH, THE SPIDER-TRACER I ATTACHED TO THE DRAGON'S BELT TELLS ME HE'S HERE IN THIS BUILDING.
GOOD, I CAN USE A BIT OF ACTION TO CLEAR UP MY COBWEBBED LITTLE MIND.


ALL RIGHT, SO IT'S THE OLD DARKENED WAREHOUSE NUMBER AGAIN.
NO SWEAT, MY SPIDER-SENSE WILL WARN ME OF ANY DANGER, EVEN IF I CAN'T SEE AN INCH BEFORE ME.
'COURSE, I COULD USE MY SPIDER-SIGNAL TO LIGHT UP A PATH, BUT WHY GIVE AWAY MY PRESENCE BEFORE I HAVE TO?
HUNH? FIGURES BELOW ME? ONLY THEY'RE NOT MOVING--
PARKER, OLD PAL, IF THEY GAVE OUT AWARDS FOR DUMBNESS, YOU'D BE THE FIRST IN THE RECEIVING LINE.
THOSE FIGURES ARE MANNEQUINS... DUMMIES, JUST LIKE I AM.
THEY PROBABLY MAKE THOSE CUDDLY THINGS HERE.
EH, VOICES COMING FROM THE NEXT ROOM.
WHICH OF THE DRAGON GANGS WILL YOU JOIN?
YOU HEARD US, CHANG-- MAKE YOUR CHOICE!
YOU WOULDN'T WANT US TO MAKE A LONG-DISTANCE PHONE CALL TO HONG KONG, WOULD YOU, CHANG?
NOW, NOW, BOYS, YOU WOULDN'T WANNA CUT UP ONE A SPIDEY'S SPECIAL PALS, WOULD JA?
YOU WOULDN'T ... YOU COULDN'T--!
SPIDER-MAN?
YOU GOT THE NAME RIGHT, DRAGGY--
NOW LET ME ACKNOWLEDGE YOU IN THE PROPER WAY.
WANNA BET, COWARD? YOU GOT THE FOUR DRAGON GANGS TO CHOOSE FROM. PICK ON, CHANG-- NOW! OR WE'LL DO SOMETHING A WHOLE LOT WORSE.

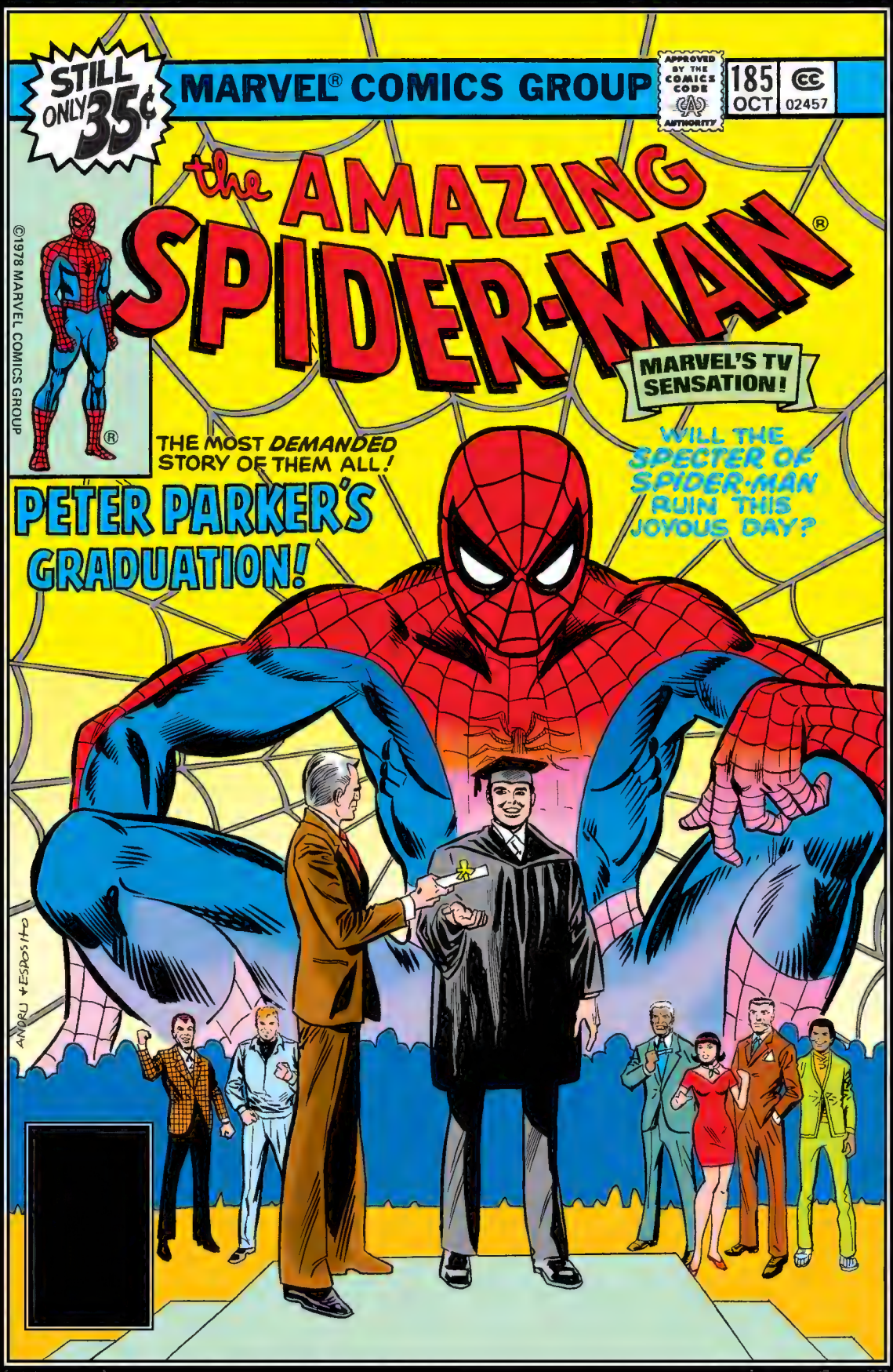
NO WAY, MASKED MAN-- WE KNOW ABOUT YOU.
THAT'S RIGHT, SPIDEY--NO WAY WE'RE GONNA LET YOU NEAR US.
DRAGONS-- LET'S GO!
C'MON, LET'S SLASH 'IM!
WOK!
SPOK
WHAKO
I SEE YOU'RE DEFINITELY THE ANTI-SOCIAL TYPES.
SO MAYBE I GOTTA BE THE ONE TO KNOCK SOME MANNERS INTO YOU.
SO MUCH FOR OUR RICOCHET ROMANCE, BIG FELLA. NOW IT'S YOU AN' ME.
BAH! YOU ARE NOTHING TO THE DRAGON!
NOTHING THAT CANNOT BE SQUASHED!
HIIIIIYAAHHHH!
BOK!
WHAT? YOU BACKED AWAY FROM MY DEADLY KICK?
THAT IS IMPOSSIBLE!
SHUCKS, NOTHING'S IMPOSSIBLE WHEN YOU'RE YOUNG AT HEART.


YOU ARE A BRASH, IMPUDENT FOOL, BUT YOU ARE ALSO A VALIANT WARRIOR.
OBVIOUSLY YOU CAN NOT BE DISPOSED OF AS EASILY AS I THOUGHT,
I MUST USE OTHER METHODS TO DEAL WITH YOU.
IF YOU MEAN YOUR SLEEP GAS, FORGET IT, IT WON'T WORK ON ME.
NO, SPIDER-MAN -- I DO NOT WISH TO DRUG YOU. I WISH TO SLAY YOU!
FLAMES COMIN' OUTTA HIS MASK -- LIKE A REAL FIRE-BREATHING DRAGON!
GOOD TRY, BAD BREATH, BUT MY WEBBING'S FIRE RESISTANT!
GOT ANYMORE TRICKS UP YOUR NOSE?
SKICHHHH!
ONLY ONE, AND IT WILL DO.
YOU FOUR ARE THE LEADERS OF YOUR RESPECTIVE DRAGON GANGS... YOU WERE BROUGHT HERE TO BE UNITED UNDER MY COMMAND.
HUNH? HIS CLAWS SCRATCH-ING ME...
EVERYTHING'S GETTING FUZZY... GETTING DARK...
...I--I'VE BEEN DRUGGED...
NOW YOU WILL SEE WHAT THE WHITE DRAGON DOES TO THOSE WHO OPPOSE HIM.
YOU SHALL LEARN WHY SOON I SHALL CONTROL ALL THE CRIME IN CHINATOWN!
UNGGGHHHH...

SPIDER-MAN, TRY TO HEAR ME THROUGH YOUR MUDDLED STATE. BELOW YOU LIES THE VAT OF OIL THEY USE TO LUBRICATE THE MANNEQUIN-MAKING MACHINERY.
IF PHILIP CHANG ALLIES HIMSELF TO THE DRAGON LORDS, THAN NOTHING SHALL HAPPEN TO YOU.
IF HE REFUSES-- YOU SHALL BE DROPPED INTO THE VAT, WHERE YOU SHALL PERISH!
CHANG, TELL US NOW-- WHAT IS YOUR ANSWER?
I AM SORRY, SPIDER-MAN... BUT I CANNOT JOIN THE DRAGONS.
I AM FORBIDDEN TO!
THEN YOU HAVE SEALED YOUR ATTEMPTED SAVIOR'S FATE.
FAREWELL, SPIDER-MAN-- FOREVER!
NO! YOU MUSTN'T! I HAD NO CHOICE... NO CHOICE...
...AND YOU, PHILIP CHANG-- ARE AS GUILTY OF SPIDER-MAN'S MURDER AS I AM!
OH NO... NO... NO...!
BUT YOU DID, CHANG-- AND NOW IT IS TOO LATE!
FOR IN A MOMENT, THE OIL I HAVE JUST IGNITED WILL BURN THE VERY FLESH FROM SPIDER-MAN'S BONES...
FWUMPH

IS THIS THE END OF WEBHEAD? WILL OUR NEXT ISH BE CALLED "AUNT MAY COMICS"? HOW IN THE WORLD WILL SPIDEY SAVE HIMSELF? YOU'LL HAFTA SHELL OUT 35¢ NEXT MONTH TO FIND OUT.

SPIDER, SPIDER, BURNING BRIGHT!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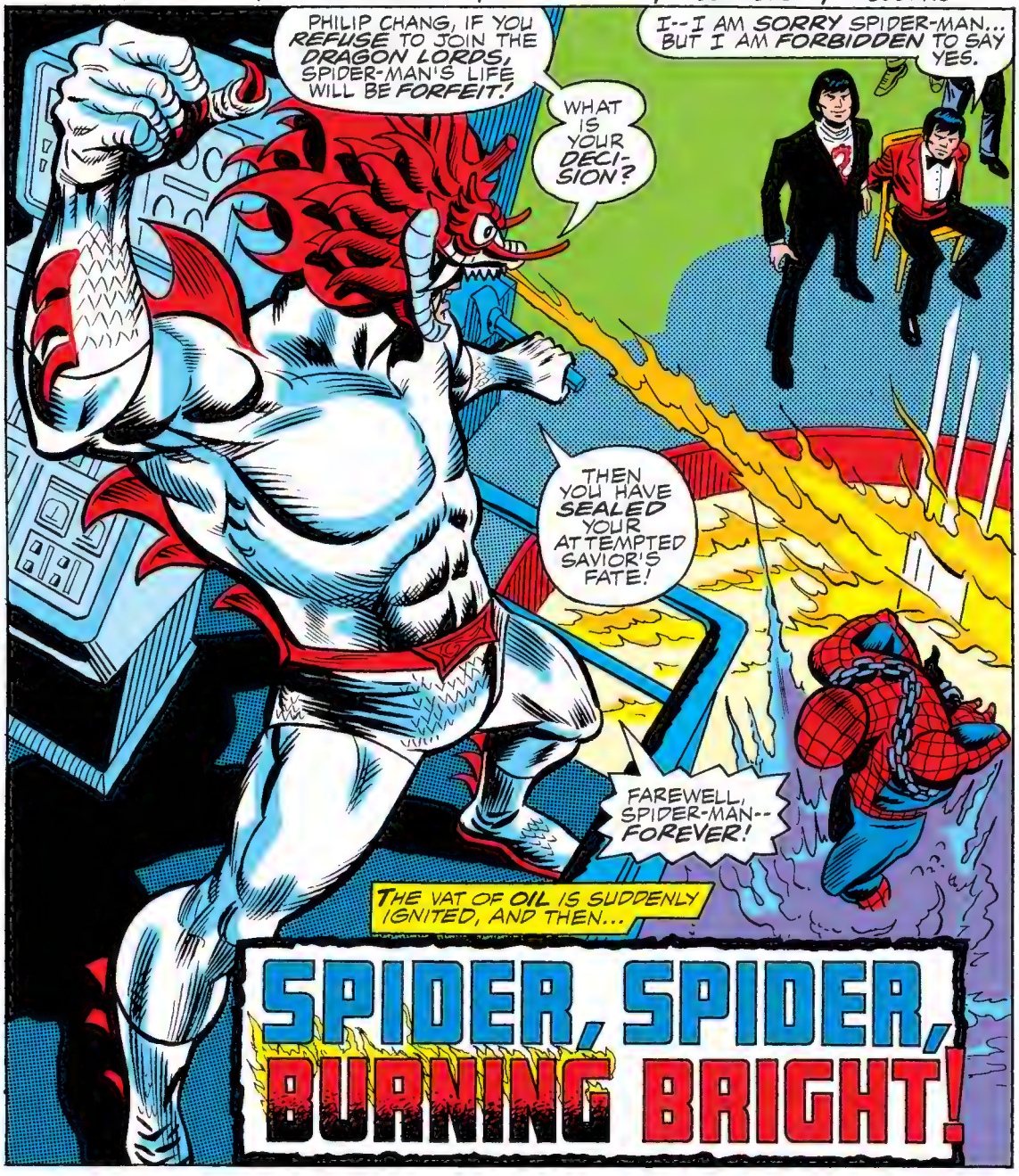
THE MOST DEMANDED STORY OF THEM ALL!
PETER PARKER'S GRADUATION!
WILL THE SPECTER OF SPIDER-MAN RUIN THIS JOYOUS DAY?
ANDRU + ESPOSITO

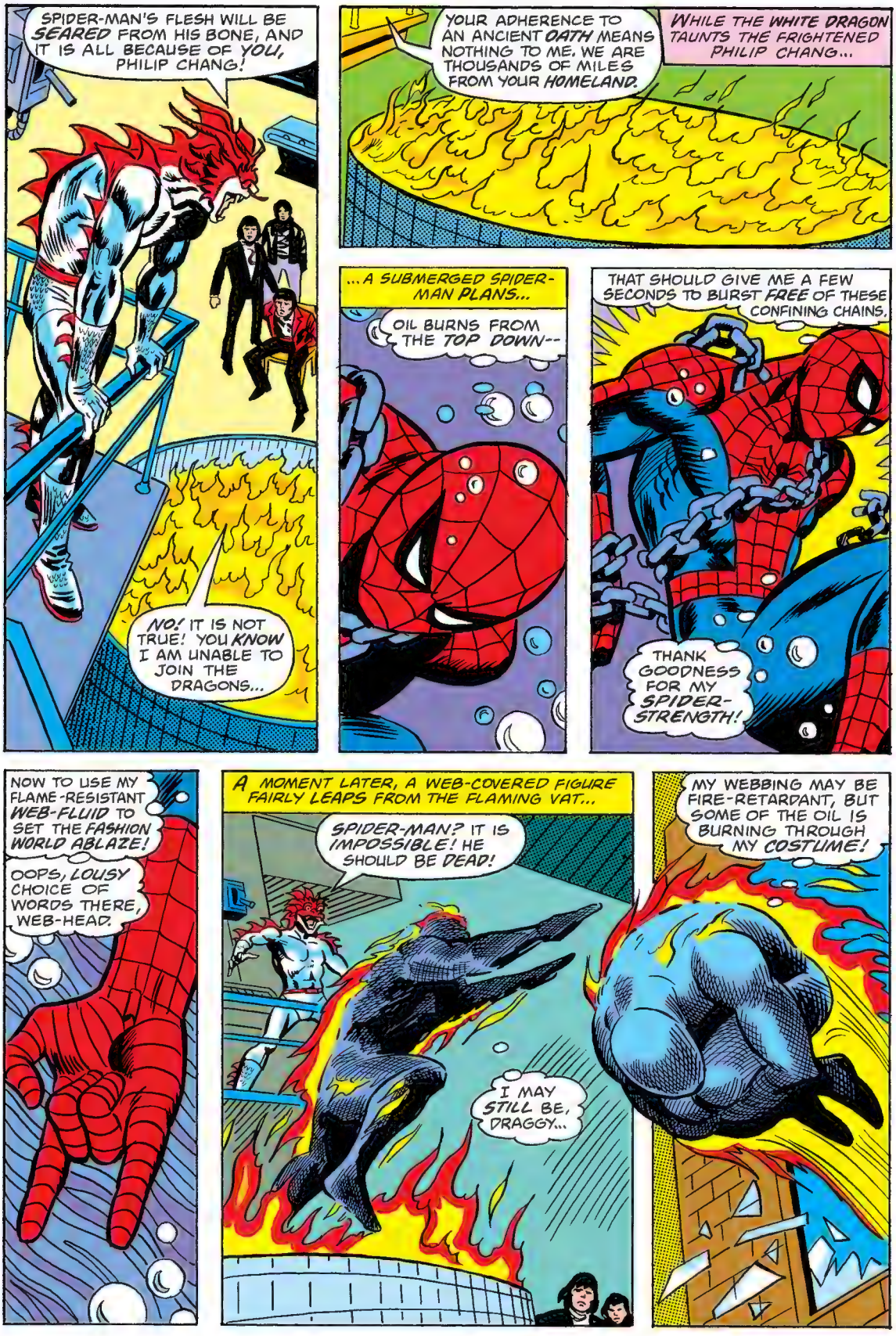
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

MARV WOLFMAN WRITER / EDITOR / ROSS ANDRU PENCILS / M.ESPOSITO INKS / A. KAWECKI LETTERS / NEL YOMTOV COLORS


PHILIP CHANG, IF YOU REFUSE TO JOIN THE DRAGON LORDS, SPIDER-MAN'S LIFE WILL BE FORFEIT!
WHAT IS YOUR DECI-SION?
I--I AM SORRY SPIDER-MAN... BUT I AM FORBIDDEN TO SAY YES.
THEN YOU HAVE SEALED YOUR ATTEMPTED SAVIOR'S FATE!
FAREWELL, SPIDER-MAN-- FOREVER!
THE VAT OF OIL IS SUDDENLY IGNITED, AND THEN...

SPIDER, SPIDER, BURNING BRIGHT!

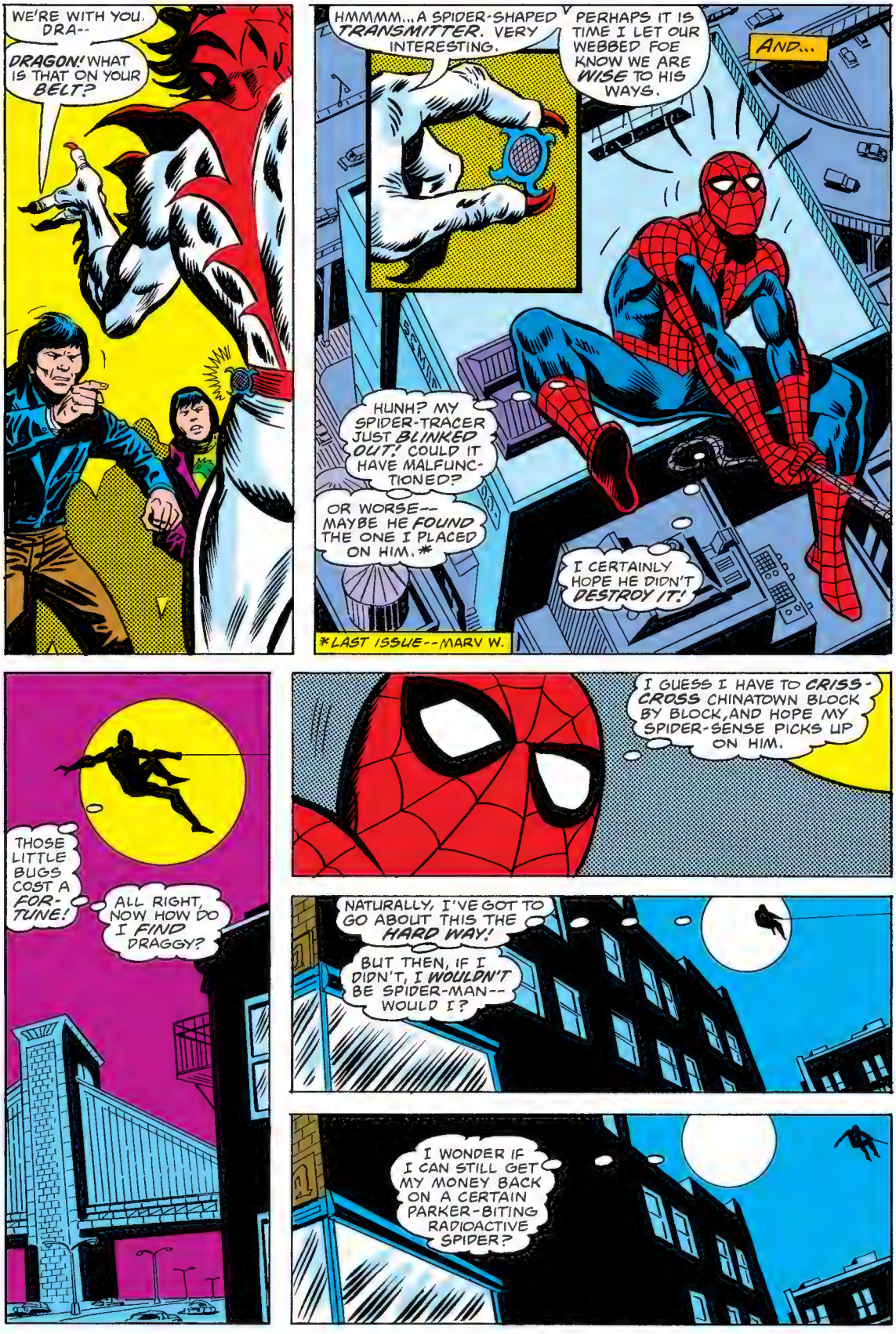

SPIDER-MAN'S FLESH WILL BE SEARED FROM HIS BONE, AND IT IS ALL BECAUSE OF YOU, PHILIP CHANG!
NO! IT IS NOT TRUE! YOU KNOW I AM UNABLE TO JOIN THE DRAGONS...
YOUR ADHERENCE TO AN ANCIENT OATH MEANS NOTHING TO ME. WE ARE THOUSANDS OF MILES FROM YOUR HOMELAND.
WHILE THE WHITE DRAGON TAUNTS THE FRIGHTENED PHILIP CHANG...
...A SUBMERGED SPIDER-MAN PLANS...
OIL BURNS FROM THE TOP DOWN--
THAT SHOULD GIVE ME A FEW SECONDS TO BURST FREE OF THESE CONFINING CHAINS.
THANK GOODNESS FOR MY SPIDER-STRENGTH!
NOW TO USE MY FLAME-RESISTANT WEB-FLUID TO SET THE FASHION WORLD ABLAZE!
OOPS, LOUSY CHOICE OF WORDS THERE, WEB-HEAD.
A MOMENT LATER, A WEB-COVERED FIGURE FAIRLY LEAPS FROM THE FLAMING VAT...
SPIDER-MAN? IT IS IMPOSSIBLE! HE SHOULD BE DEAD!
I MAY STILL BE, DRAGGY...
MY WEBBING MAY BE FIRE-RETARDANT, BUT SOME OF THE OIL IS BURNING THROUGH MY COSTUME!

HURRY! WE MUST LEAVE! HE MAY RETURN AT ANY MOMENT.
WE DARE NOT RISK ANOTHER CONFRONTATION--NOT NOW!
WHAT ABOUT CHANG?
FORGET HIM! WE CAN FIND HIM WHENEVER WE HAVE TO.
C'MON, HERO-MAN--THINK! PUT YOUR SO-CALLED GENIUS I.Q. TO WORK!
HOW DO I AVOID LITERALLY GOING UP IN SMOKE?
FROM THE STREET, SPIDER-MAN LOOKS LIKE A MIDNIGHT COMET STREAKING ACROSS THE CHINATOWN SKIES...
...HEADING DOWNTOWN TOWARD A LUNAR-LIT BROOKLYN BRIDGE...
SPLOOSH!
WHEW...MADE IT, BUT JUST BARELY! AND THIS COSTUME LOOKS LIKE I BOUGHT IT AT A FIRE SALE! YEECH!
THE WEB-SLINGER RUSHES HOME FOR HIS ONE SPARE UNIFORM. AND THEN--
SPIDER-MAN! YOU'RE ALIVE!
TO J. JONAH JAMESON'S CONSTANT FRUSTRATION!
WHILE I RIP OFF THESE ROPES--
--TELL ME ALL ABOUT THIS LITTLE FRACAS.
THE WATER WON'T SNUFF OUT ALL THE FLAMING OIL, BUT IT'LL CERTAINLY GIVE ME THE FEW SECONDS I NEED TO PULL OFF MY WEBBING.

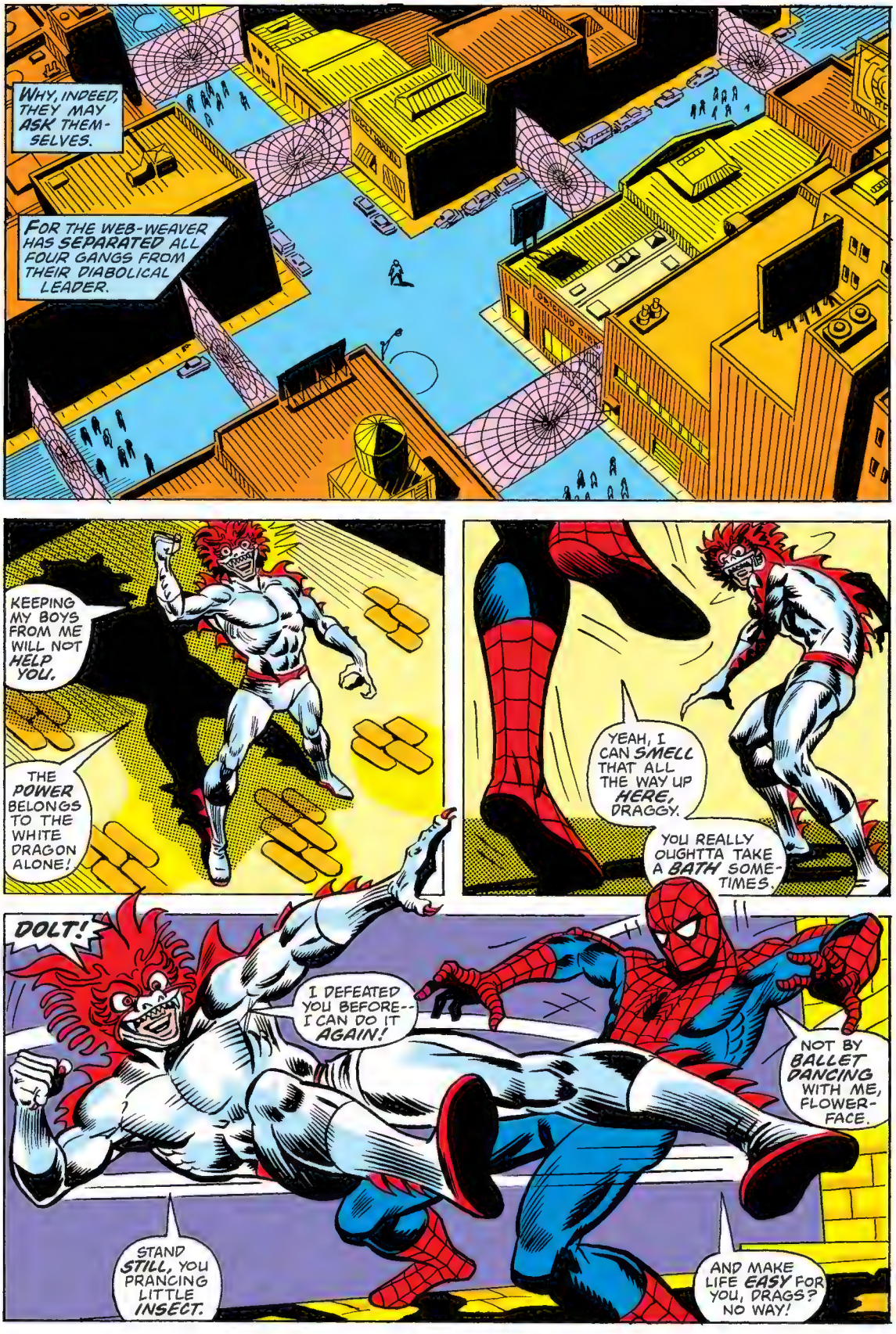
I OWE YOU THAT MUCH, SPIDER-MAN. BECAUSE OF ME, YOU ALMOST PERISHED.
AND THAT WOULD PUT THREE DEATHS ON MY CONSCIENCE.
IT BEGAN IN HONG KONG WHERE I LIVED. I WAS, UHHH, INVOLVED IN SOME...TROUBLE.
"MY FOES WISHED ME DEAD, AND TO THAT END, THEY WOULD RISK ANYTHING.
"I SAW THE GRENADE TOSSED THROUGH MY WINDOW...
"...AND, INSTINCTIVELY, I THREW MYSELF FROM MY HOME.
"MAY MY ANCESTORS FORGIVE ME--MY PARENTS WERE NOT SO LUCKY. THEY PERISHED, AND IN THAT MOMENT, MY LIFE CHANGED.
"MY DAYS OF VIOLENCE WERE OVER."
NEVER AGAIN WILL I COMMIT VIOLENCE--
--OR THE SPIRIT OF MY DEPARTED PARENTS MAY PUNISH ME...FOREVER.
"BUT I KNEW MY TROUBLES WERE NOT YET OVER, AND SO I HID ABOARD A CARGO VESSEL HEADING TOWARD YOUR COUNTRY."
RENOUNCE YOUR WAYS, MY GRANDSON. ATONE FOR YOUR MISDEEDS.
GRANDFATHER, I SWEAR TO YOU--NEVER AGAIN SHALL I RAISE MY FIST IN ANGER.

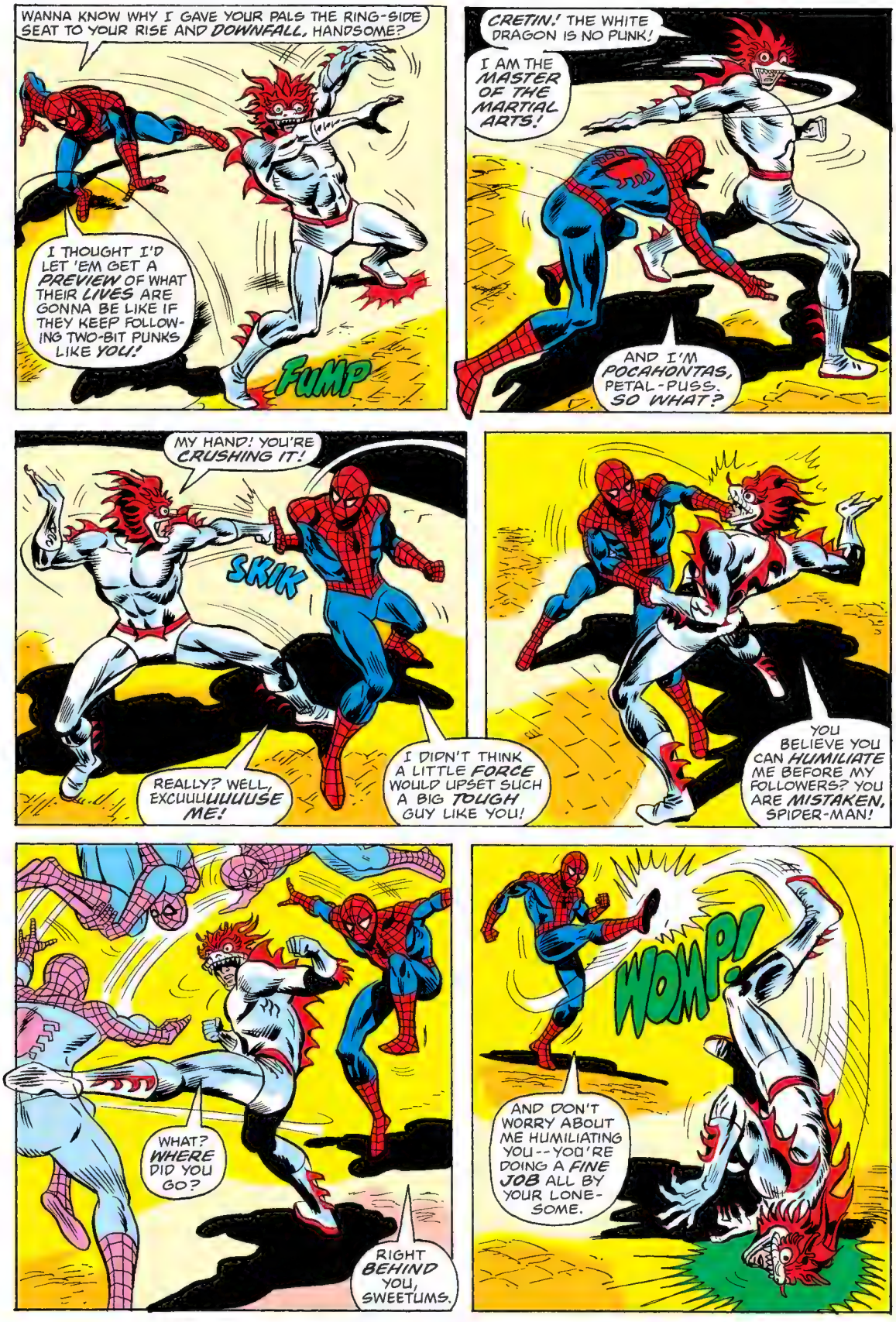
I NOW LIVE WITH MY UNCLE AND AUNT WHO OWN A RESTAURANT WHERE I WORK AFTER SCHOOL.
SO THAT WHITE DRAGON CREEP FOLLOWED YOU FROM HONG KONG?
NO, BUT HE LEARNED WHO I WAS...
...AND HE THREATENED TO TELL MY FOES WHERE I NOW LIVE--UNLESS I JOIN HIS DRAGON LORDS!
BUT I WILL NOT BREAK THE OATH I HAVE SWORN.
BUDDY, I DON'T THINK YOU'LL HAVE TO. I'VE GOT AN IDEA.
IT IS NOW TIME TO MAKE OUR MOVE! WE WILL SHOW THE CHINATOWN MERCHANTS WHY THE WHITE DRAGON IS INVINCIBLE!
A MIDNIGHT MOON HANGS LOW OVER THE HORIZON. THERE WILL BE RAIN TOMORROW.
HIDDEN IN ONE OF THE MANY STORAGE ROOMS WITHIN THE BROOKLYN BRIDGE...
PREVIOUSLY, YOU WERE SEPARATE GANGS... COMMON STREET HOODLUMS. IS IT ANY WONDER YOU WERE SO INEFFECTIVE IN EXTORTING MONEY FROM THE SHOP-KEEPERS?
BUT NOW, WITH THE GUIDANCE OF THE WHITE DRAGON--
--THE DRAGON LORDS ARE ONE POWERFUL ORGANIZATION...
...AND ANY WHO DARE REFUSE COOPERATION WILL PAY THE ULTIMATE PENALTY!
BY THE WEEK'S END, WE WILL CONTROL ALL THE CRIME IN CHINATOWN--NO ONE WILL BE ABLE TO STOP US!

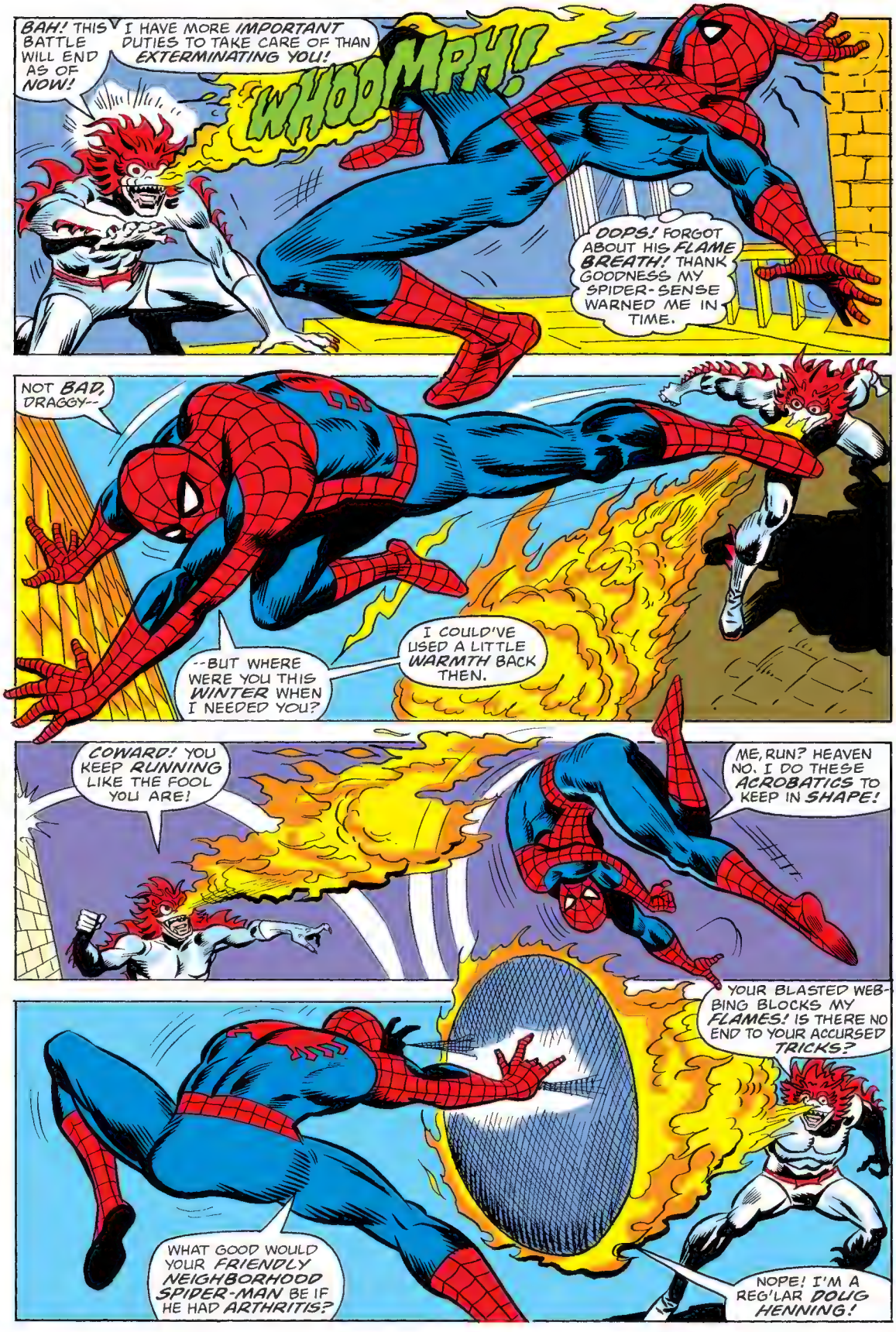
I DON'T KNOW ABOUT THAT, DRAGON. WE DID ALL RIGHT TILL NOW.
BESIDES, YOU COULDN'T EVEN KNOCK OFF SPIDER-MAN, OR GET THE CHANG KID TO JOIN US.
FRANKLY, I DON'T THINK WE NEED YOU!
SILENCE, YOU IMPUDENT LITTLE MORON!
WITHOUT THE WHITE DRAGON CONTROLLING YOU--
--YOU ARE NOTHING MORE THAN CHILDREN PLAYING ADULT GAMES!
WATCH WHO YOU'RE CALLIN' NAMES, DRAGON.
YOU DARE DEFY ME?
YOU BELIEVE YOU CAN SURVIVE AGAINST A MAN WHOSE STEEL CLAWS CAN RIP THROUGH STONE?
SKRKKKKK!
HEY, I KNOW ALL THOSE MARTIAL ARTS MOVES, TOO. I DIDN'T GET TO BE BOSS OF MY GANG BY DANCIN' PRETTY.
IS THAT SO-- FOOL?
THEN WHY IS IT SO EASY FOR ME TO DEFEAT YOU?
REEPP!
ARE THERE ANY OTHERS AMONGST YOU WHO WISHES TO PROTEST?
IF SO, SPEAK NOW, AND JOIN YOUR DEAD COMRADE!

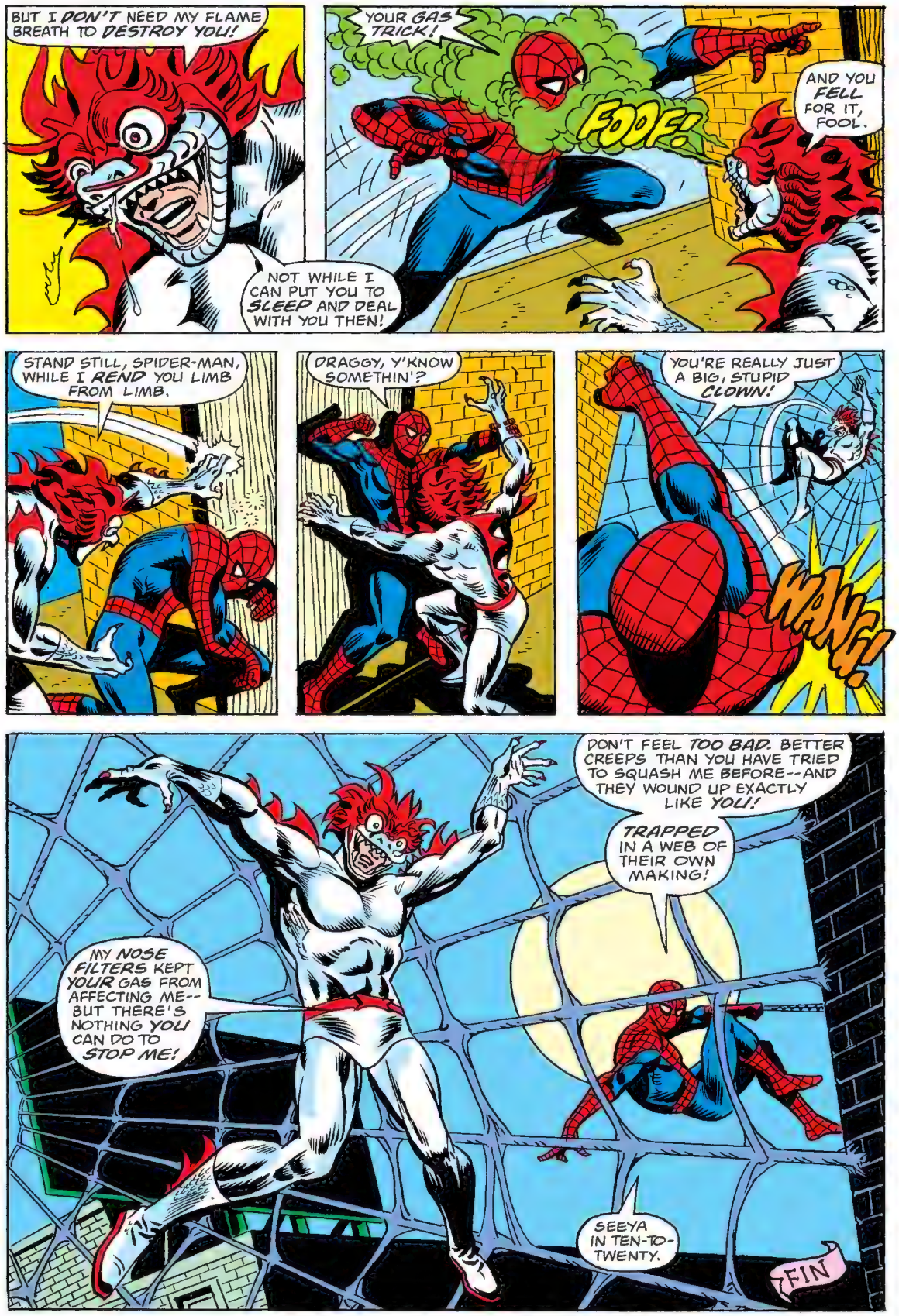

WE'RE WITH YOU, DRA--
DRAGON! WHAT IS THAT ON YOUR BELT?
HMMMM... A SPIDER-SHAPED TRANSMITTER. VERY INTERESTING.
PERHAPS IT IS TIME I LET OUR WEBBED FOE KNOW WE ARE WISE TO HIS WAYS.
AND...
HUNH? MY SPIDER-TRACER JUST BLINKED OUT! COULD IT HAVE MALFUNCTIONED?
OR WORSE-- MAYBE HE FOUND THE ONE I PLACED ON HIM.*
I CERTAINLY HOPE HE DIDN'T DESTROY IT!
*LAST ISSUE--MARV W.
THOSE LITTLE BUGS COST A FORTUNE!
ALL RIGHT, NOW HOW DO I FIND DRAGGY?
I GUESS I HAVE TO CRISS-CROSS CHINATOWN BLOCK BY BLOCK, AND HOPE MY SPIDER-SENSE PICKS UP ON HIM.
NATURALLY, I'VE GOT TO GO ABOUT THIS THE HARD WAY!
BUT THEN, IF I DIDN'T, I WOULDN'T BE SPIDER-MAN-- WOULD I?
I WONDER IF I CAN STILL GET MY MONEY BACK ON A CERTAIN PARKER-BITING RADIOACTIVE SPIDER?

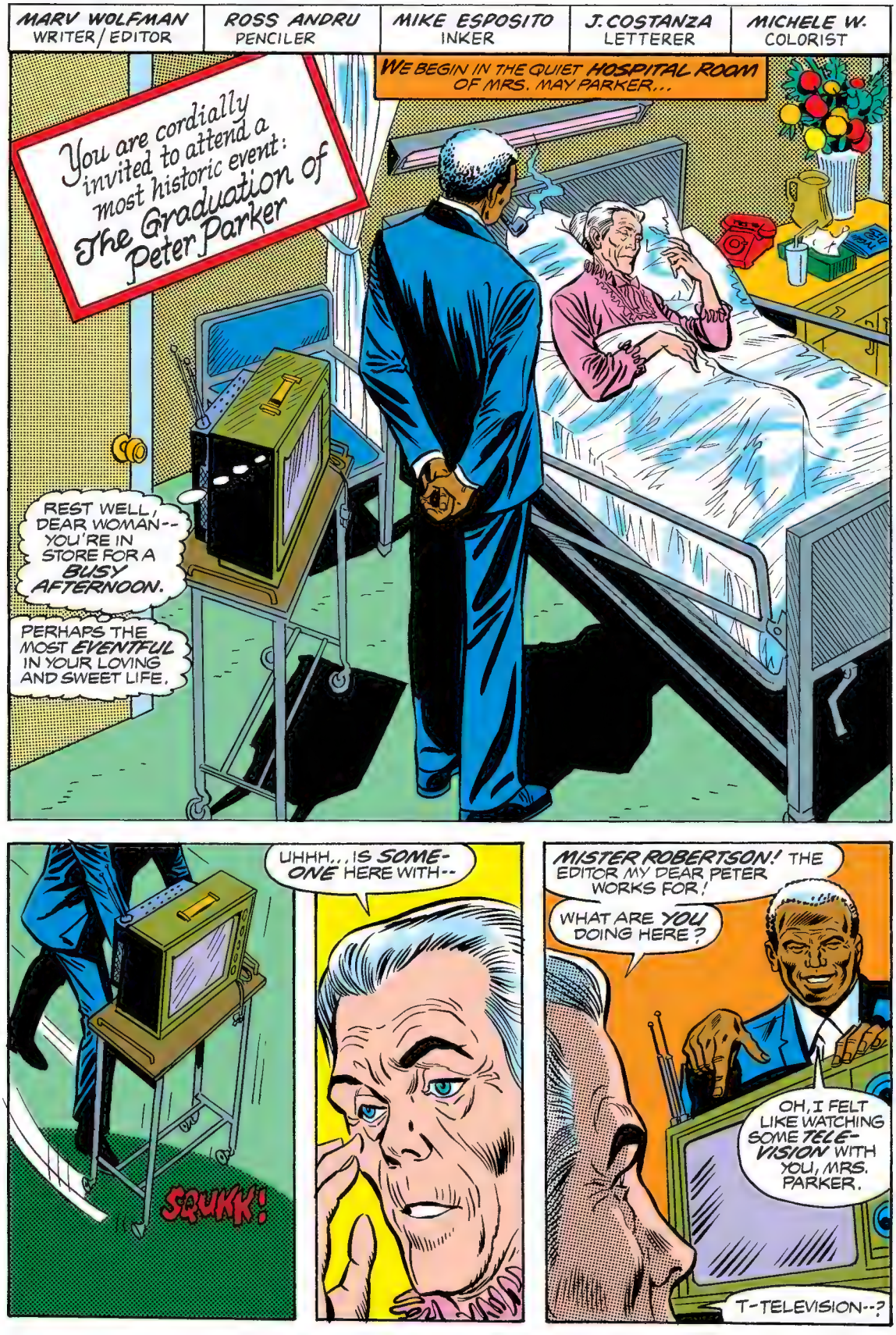
THE WEB-SLINGER BEGINS HIS CIRCULAR SEARCH, BUT THEN...
AHHH, THERE'S FANCY-FACE AND HIS FIEND-TEAM NOW.
FROM THE WAY THEY'RE STALKING THE STREETS, THEY'RE DEFINITELY UP TO SOMETHING.
WHITE DRAGON-- LOOK!
THAT SIGNAL! SPIDER-MAN MUST BE NEARBY.
SEPARATE! FIND THE COSTUMED DOLT! BRING HIM TO ME!
THEN I SHALL SHOW YOU HOW WE HANDLE OUR ENEMIES!
THE DRAGON LORDS SPLIT INTO FOUR GANGS...
...AND EACH ONE OF THEM FINDS--
AIEEE! OUR WAY IS BLOCKED! HURRY, TURN BACK!
IT'S TOO LATE! HE'S TRAPPED US FROM BOTH SIDES!
BUT WHY? WHY?


WHY, INDEED, THEY MAY ASK THEMSELVES.
FOR THE WEB-WEAVER HAS SEPARATED ALL FOUR GANGS FROM THEIR DIABOLICAL LEADER.
KEEPING MY BOYS FROM ME WILL NOT HELP YOU.
THE POWER BELONGS TO THE WHITE DRAGON ALONE!
YEAH, I CAN SMELL THAT ALL THE WAY UP HERE, DRAGGY.
YOU REALLY OUGHTTA TAKE A BATH SOMETIMES.
DOLT!
I DEFEATED YOU BEFORE-- I CAN DO IT AGAIN!
NOT BY BALLET DANCING WITH ME, FLOWER-FACE.
STAND STILL, YOU PRANCING LITTLE INSECT.
AND MAKE LIFE EASY FOR YOU, DRAGS? NO WAY!

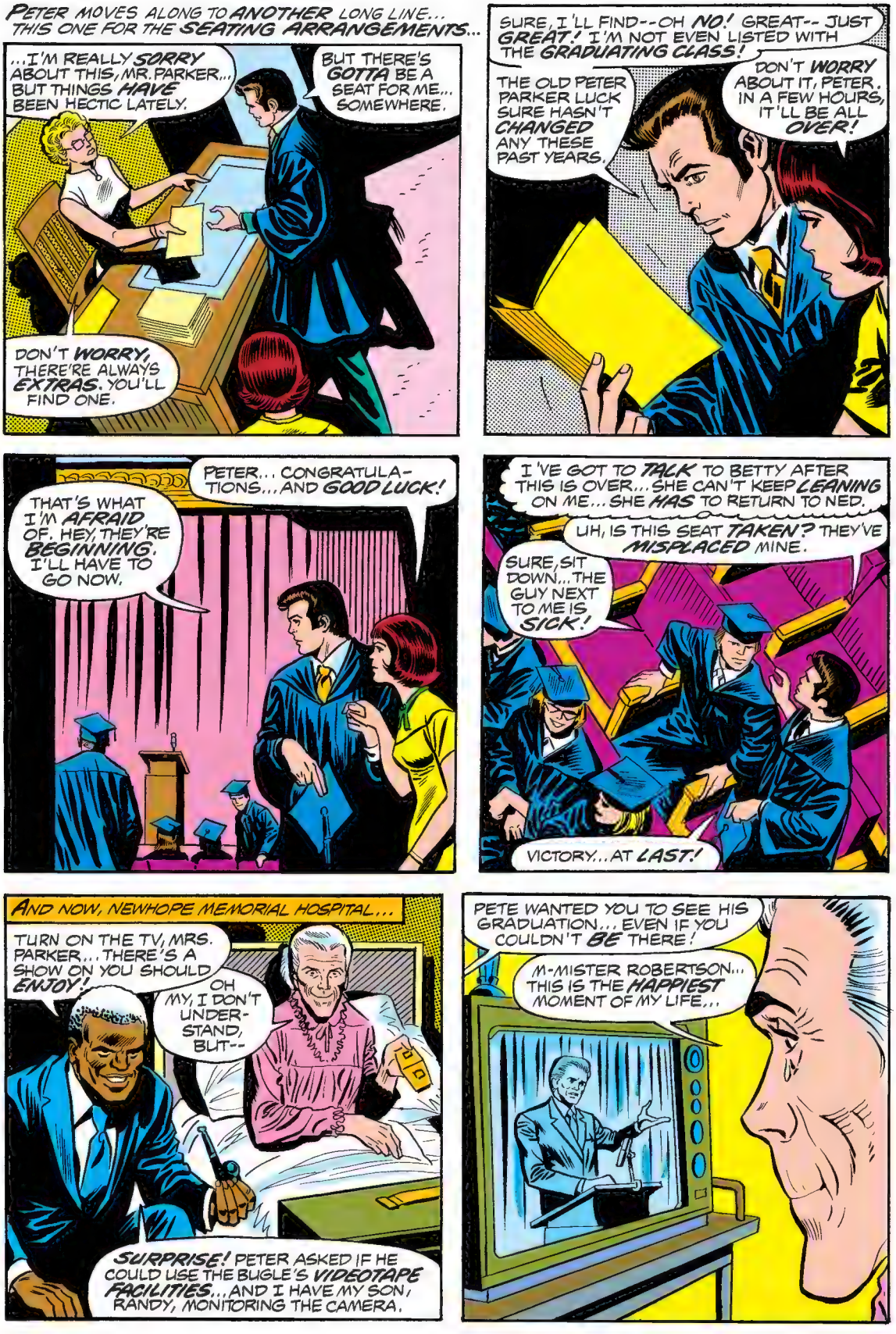

WANNA KNOW WHY I GAVE YOUR PALS THE RING-SIDE SEAT TO YOUR RISE AND DOWNFALL, HANDSOME?
I THOUGHT I'D LET 'EM GET A PREVIEW OF WHAT THEIR LIVES ARE GONNA BE LIKE IF THEY KEEP FOLLOWING TWO-BIT PUNKS LIKE YOU!
FUMP
CRETIN! THE WHITE DRAGON IS NO PUNK!
I AM THE MASTER OF THE MARTIAL ARTS!
AND I'M POCAHONTAS, PETAL-PUSS, SO WHAT?
MY HAND! YOU'RE CRUSHING IT!
SKIK
REALLY? WELL, EXCUUUUUUUSE ME!
I DIDN'T THINK A LITTLE FORCE WOULD UPSET SUCH A BIG TOUGH GUY LIKE YOU!
YOU BELIEVE YOU CAN HUMILIATE ME BEFORE MY FOLLOWERS? YOU ARE MISTAKEN, SPIDER-MAN!
WHAT? WHERE DID YOU GO?
RIGHT BEHIND YOU, SWEETUMS.
WOMP!
AND DON'T WORRY ABOUT ME HUMILIATING YOU--YOU'RE DOING A FINE JOB ALL BY YOUR LONESOME.


BAH! THIS BATTLE WILL END AS OF NOW!
I HAVE MORE IMPORTANT DUTIES TO TAKE CARE OF THAN EXTERMINATING YOU!
WHOOMPH!
OOPS! FORGOT ABOUT HIS FLAME BREATH! THANK GOODNESS MY SPIDER-SENSE WARNED ME IN TIME.
NOT BAD, DRAGGY--
--BUT WHERE WERE YOU THIS WINTER WHEN I NEEDED YOU?
I COULD'VE USED A LITTLE WARMTH BACK THEN.
COWARD! YOU KEEP RUNNING LIKE THE FOOL YOU ARE!
ME, RUN? HEAVEN NO. I DO THESE ACROBATICS TO KEEP IN SHAPE!
YOUR BLASTED WEB-BING BLOCKS MY FLAMES! IS THERE NO END TO YOUR ACCURSED TRICKS?
WHAT GOOD WOULD YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN BE IF HE HAD ARTHRITIS?
NOPE! I'M A REG'LAR DOUG HENNING!


BUT I DON'T NEED MY FLAME BREATH TO DESTROY YOU!
NOT WHILE I CAN PUT YOU TO SLEEP AND DEAL WITH YOU THEN!
YOUR GAS TRICK!
FOOF!
AND YOU FELL FOR IT, FOOL.
STAND STILL, SPIDER-MAN, WHILE I REND YOU LIMB FROM LIMB.
DRAGGY, Y'KNOW SOMETHIN'?
YOU'RE REALLY JUST A BIG, STUPID CLOWN!
WANG!
MY NOSE FILTERS KEPT YOUR GAS FROM AFFECTING ME--BUT THERE'S NOTHING YOU CAN DO TO STOP ME!
DON'T FEEL TOO BAD. BETTER CREEPS THAN YOU HAVE TRIED TO SQUASH ME BEFORE--AND THEY WOUND UP EXACTLY LIKE YOU!
TRAPPED IN A WEB OF THEIR OWN MAKING!
SEEYA IN TEN-TO-TWENTY.
FIN


MARV WOLFMAN
WRITER/EDITOR
ROSS ANDRU
PENCILER
MIKE ESPOSITO
INKER
J. COSTANZA
LETTERER
MICHELE W.
COLORIST
You are cordially invited to attend a most historic event: The Graduation of Peter Parker
WE BEGIN IN THE QUIET HOSPITAL ROOM OF MRS. MAY PARKER...
REST WELL, DEAR WOMAN-- YOU'RE IN STORE FOR A BUSY AFTERNOON.
PERHAPS THE MOST EVENTFUL IN YOUR LOVING AND SWEET LIFE.
SQUKK!
UHHH... IS SOMEONE HERE WITH--
MISTER ROBERTSON! THE EDITOR MY DEAR PETER WORKS FOR!
WHAT ARE YOU DOING HERE?
OH, I FELT LIKE WATCHING SOME TELEVISION WITH YOU, MRS. PARKER.
T-TELEVISION--?

AND NOW THAT WE'VE PIQUED YOUR CURIOSITY, LET'S SEE WHAT "DEAR PETER" IS UP TO...
THIS IS THE BIG DAY... I CAN HARDLY BELIEVE IT! GRADUATION--AT LONG LAST!
I'VE BEEN WAITING A LIFETIME FOR THIS... AND SOON IT'LL BE ALL OVER.
IF ONLY UNCLE BEN WERE ALIVE TO SEE THIS--IT WOULD'VE BEEN HIS PROUDEST DAY!
HEY, FLASH... HARRY--WHAT ARE YOU GUYS HERE FOR? YOU'RE NOT GRADUATING.
SO TELL US SOMETHING NEW! I SPENT TWO YEARS IN THE ARMY--AND HARRY'S BEEN OUT SICK...
..BUT THAT WOULDN'T KEEP US FROM COMING HERE TO SEE YOU GET THE OL' SHEEPSKIN.
GOOD LUCK, BUDDY... YOU DESERVE IT!
THANKS, BOTH OF YOU. YOU CAN'T REALIZE WHAT THIS MEANS TO ME.
SAY, WHERE'S MARY JANE? I THOUGHT SHE'D BE HERE BY NOW.
UHHH, I DON'T KNOW. MAYBE SHE FINDS GRADUATIONS DEPRESSING! BUT THERE'S BETTY BRAN--OOPS... BETTY LEEDS!
THERE YOU ARE, PETE... I'VE BEEN LOOKING EVERYWHERE.
I WANTED TO APOLOGIZE FOR LURING YOU TO THAT CHINESE RESTAURANT THE OTHER DAY.*
*SM # 184.--M.
PETER SOON FINDS HIMSELF IN A LONG, SEEMINGLY ENDLESS LINE...
I JUST THOUGHT YOU AND PHILIP CHANG MAY HAVE HAD SOMETHING IN COMMON.
AH HA! I THOUGHT HIS BEING THERE WAS TOO MUCH A COINCIDENCE!
NAME?
PARKER... PETER PARKER.
SORRY, BUT I DON'T HAVE A PARKER LISTED HERE, SON.
B-BUT--YOU'VE GOT TO!
LOOK, KEEP THE LINE MOVING... HERE'S AN EXTRA CAP AND GOWN.
UHHH... YOU WOULDN'T HAVE ANYTHING IN MY SIZE, WOULD'JA?


PETER MOVES ALONG TO ANOTHER LONG LINE... THIS ONE FOR THE SEATING ARRANGEMENTS...
...I'M REALLY SORRY ABOUT THIS, MR. PARKER... BUT THINGS HAVE BEEN HECTIC LATELY.
BUT THERE'S GOTTA BE A SEAT FOR ME... SOMEWHERE.
DON'T WORRY, THERE'RE ALWAYS EXTRAS. YOU'LL FIND ONE.
SURE, I'LL FIND--OH NO! GREAT-- JUST GREAT! I'M NOT EVEN LISTED WITH THE GRADUATING CLASS!
THE OLD PETER PARKER LUCK SURE HASN'T CHANGED ANY THESE PAST YEARS.
DON'T WORRY ABOUT IT, PETER. IN A FEW HOURS, IT'LL BE ALL OVER!
PETER... CONGRATULATIONS... AND GOOD LUCK!
THAT'S WHAT I'M AFRAID OF. HEY, THEY'RE BEGINNING. I'LL HAVE TO GO NOW.
I'VE GOT TO TALK TO BETTY AFTER THIS IS OVER... SHE CAN'T KEEP LEANING ON ME... SHE HAS TO RETURN TO NED.
UH, IS THIS SEAT TAKEN? THEY'VE MISPLACED MINE.
SURE, SIT DOWN... THE GUY NEXT TO ME IS SICK!
VICTORY... AT LAST!
AND NOW, NEWHOPE MEMORIAL HOSPITAL...
TURN ON THE TV, MRS. PARKER... THERE'S A SHOW ON YOU SHOULD ENJOY!
OH MY, I DON'T UNDERSTAND, BUT--
SURPRISE! PETER ASKED IF HE COULD USE THE BUGLE'S VIDEOTAPE FACILITIES... AND I HAVE MY SON, RANDY, MONITORING THE CAMERA.
PETE WANTED YOU TO SEE HIS GRADUATION... EVEN IF YOU COULDN'T BE THERE!
M-MISTER ROBERTSON... THIS IS THE HAPPIEST MOMENT OF MY LIFE...

THE GRADUATION COMMENCES, AND SHORTLY...
...AND SO I'M PROUD TO INTRODUCE THE MAN WHO IS FINANCING THE J. JONAH JAMESON SCHOLARSHIP FOR JOURNALISTIC INTEGRITY--
--J. JONAH JAMESON!
GROAN!
THANK YOU, DEAN. FRIENDS, THIS WAS TO BE MY SPEECH!
BUT I HAVE DECIDED NOT TO FALL BACK ON TIME-WORN CLICHES...
NO... YOU'LL INVENT NEW ONES!
YOUR PAST LIES BEHIND YOU... YOUR FUTURE IS BEFORE YOU, AND YOU NOW LIVE IN THE PRESENT!
ALL TIMES -- THE PAST, PRESENT AND FUTURE ARE MEANINGFUL.
WHY, I REMEMBER WHEN I WAS YOUR AGE... THINGS WERE NOT SO EASY AS THEY ARE TODAY.
YEAH... THEY JUST CAME OUTTA CAVES!
BUT I WORKED... I PERSERVERED! I BLAH BLAH BLAH BLAH--
YAWWNN! I THOUGHT I WAS DONE WITH HIM BACK IN HIGH SCHOOL!
AT LEAST YOU DON'T HAVE TO WORK FOR THE OLD WINDBAG!
YOU'RE A BETTER MAN THAN I AM, PETER PARKER!
ZZZZZZZ
AT LAST, SEVERAL HOURS LATER...
AND SO I LEAVE YOU WITH THESE THREE WORDS: PEACE! VICTORY! AND EXCELSIOR!
AND REMEMBER-- THE DAILY BUGLE IS HAVING A SPECIAL SUBSCRIPTION OFFER... ONE WEEK ONLY.
FUNNY, NOT EVEN GARBAGE-MOUTH JAMESON CAN RUIN THIS DAY, IT'S LIKE A DREAM COME TRUE!
AS I CALL YOUR NAMES, YOU WILL STEP FOWARD AND RECEIVE YOUR DIPLOMA...
THE AFTERNOON CONTINUES, AND FINALLY...

NAMES ARE CALLED OUT, AND THE PROUD STUDENTS FILE ON STAGE...
STANLEY MICHAELSON, B.A.,..STEVEN MOONEY, B.F.A... JOHN MUSANTE, B.F.A....
I CAN'T BELIEVE EVERYTHING THAT HAS HAPPENED TO ME SINCE I CAME TO E.S.U.
I MADE NEW FRIENDS, I...I LOST... ONE WHOM I WILL NEVER FORGET--
--BUT I GREW UP. I'M NO LONGER THE PETER PARKER I WAS IN HIGH SCHOOL WHEN THAT RADIOACTIVE SPIDER BIT ME...
...GILBERT O'HARA, B.S.A.,.. GERARD ORLANDO, B.A.,.., LEONARD PARENTE, B.F.A.,... ROSS PARNEY, B.A.....
THIS IS IT... I'M NEXT!
...MARVIN PARKERSON, B.S.A.,... KEITH PARSONS, B.A....
HUH? HE MISSED ME! WHAT'S GOING ON? I--I WASN'T CALLED!
WH-WHAT HAPPENED?
AT LONG LAST, THE GRADUATION CEREMONY ENDS, AND...
DEAN, I HAVE SOMETHING TO ASK...
PARKER, LAD... GOOD TO SEE YOU. ENJOY WATCHING THE CEREMONY?
THAT'S WHAT I WANT TO ASK YOU ABOUT. WHAT HAPPENED? WHY WASN'T I CALLED UP THERE? I WAS SUPPOSED TO GRADUATE!
GRADUATE? OH NO, PARKER, DIDN'T MY SECRETARY GET THROUGH TO YOU? WE'VE BEEN CALLING YOUR HOME FOR DAYS!
THE COMPUTER SHOWS YOU'RE ONE CREDIT SHY! SEEMS YOU DIDN'T TAKE A REQUIRED GYM CLASS, I BELIEVE.
BUT DON'T WORRY, PARKER... YOU CAN MAKE IT UP THIS SUMMER!
GYM? GOOD GRIEF-- GYM?!!
OF ALL THE LAME-BRAINED COURSES TO FORGET!
AND HE SAYS THEY'VE BEEN TRYING TO GET THROUGH TO ME,... BUT I'VE BEEN BUSY--TAKING ON CREEPS LIKE THE GREEN GOBLIN,... THE ROCKET RACER... THE WHITE DRAGON AND ALL THE OTHERS!
I WAS NEVER HOME WHEN THEY CALLED!
ONCE AGAIN, THE SPECTER OF SPIDER-MAN HAS RUINED MY LIFE!

RUINED--? WELL, MAYBE NOT! SO I'LL TAKE THAT ONE LAST COURSE AND FINISH UP IN SEPTEMBER!
BUT I WAS AT GRADUATION... AND FOR THE MOST PART I'M DONE WITH SCHOOL-- AND I'M ABOUT TO FACE THE REALITIES OF THE REAL WORLD!
THERE'S A WHOLE NEW LIFE FOR ME OUT THERE... AND THOUGH I'M NOT SURE WHETHER I'LL FUMBLE THE BALL OR MAKE THE GRADE--
--THERE'S NO TURNING BACK!
BESIDES, MAYBE I'M A MASOCHIST, BUT I'M REALLY LOOKING FORWARD TO WHAT'S AHEAD...
...EVEN IF IT'LL MAKE WHAT'S GONE BY TILL NOW LOOK LIKE A PICNIC!
WELL, WHATEVER'S IN STORE FOR ME, AT LEAST IT'LL BE NEW AND DIFFERENT-- AND, HECK-- WHAT'S LIFE ALL ABOUT IF IT DOESN'T HAVE SOME ADVENTURE AND UNCERTAINTY?
AND SO WE CLOSE ANOTHER CHAPTER IN THE RATHER TUMULTUOUS LIFE OF PETER PARKER, AS HE MOVES ON FROM COLLEGE TO ADULTHOOD! WHAT'S IN STORE FOR OUR PAL, PETE? WELL, C'MON BACK NEXT MONTH AND FIND OUT. THE BEST HAS YET TO COME!
BYE, ROSS & GOOD LUCK!--M.S. THE GANG.

NEXT ISSUE

THE STORY YOU NEVER EXPECTED TO SEE!
AND IT ALL HAPPENS WHEN SPIDEY TAKES ON

THE MENACE OF THE CHAMELEON!

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the AMAZING SPIDER-MAN®
THE STORY YOU NEVER EXPECTED TO SEE!
SPIDEY CLEARED BY THE POLICE!
WEB-HEAD A NATIONAL HERO!
ALL THIS AND THE CHAMELEON, TOO!
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MARVEL'S TV SENSATION!

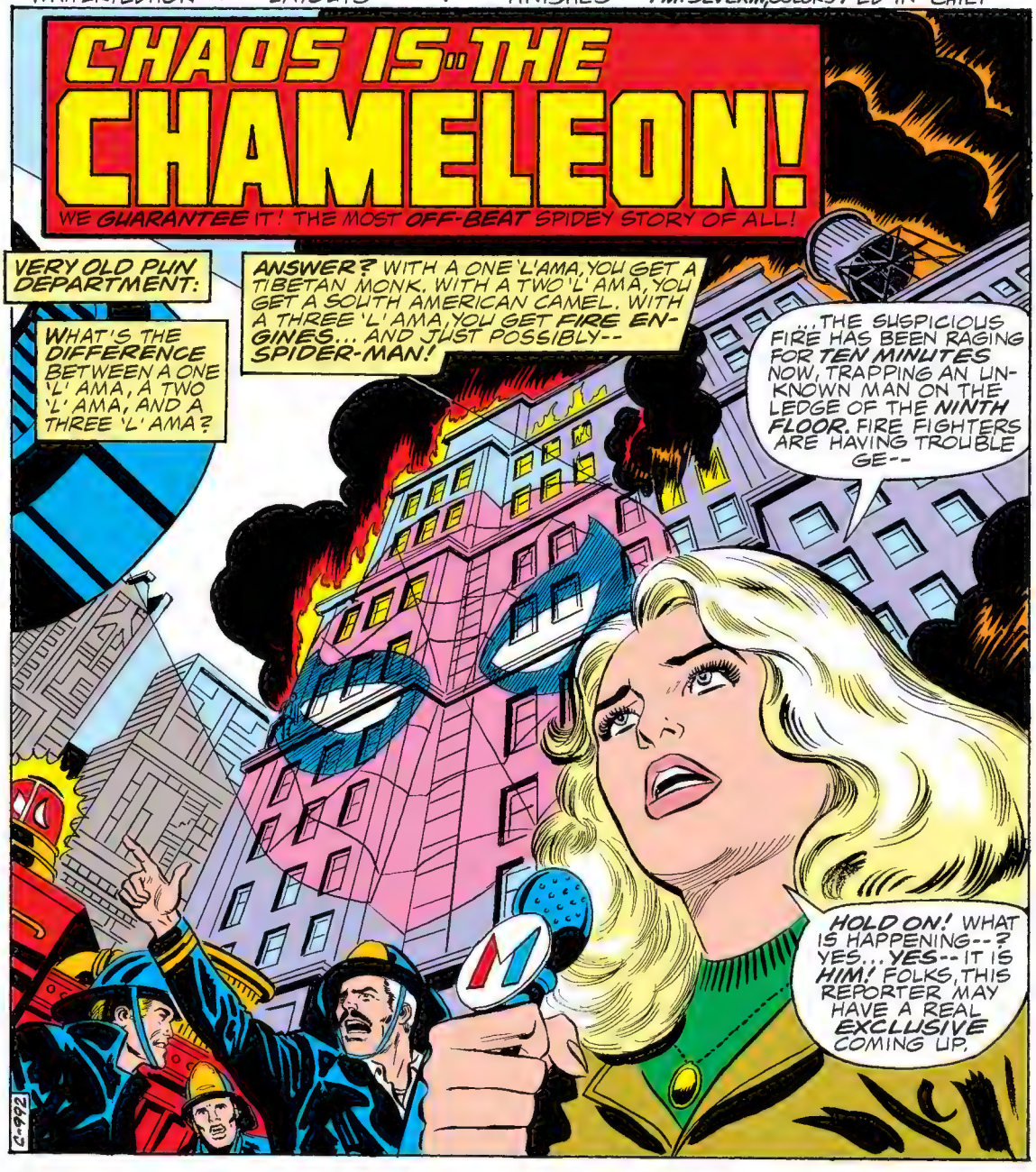
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

STAN LEE PRESENTS: THE AMAZING SPIDER-MAN™

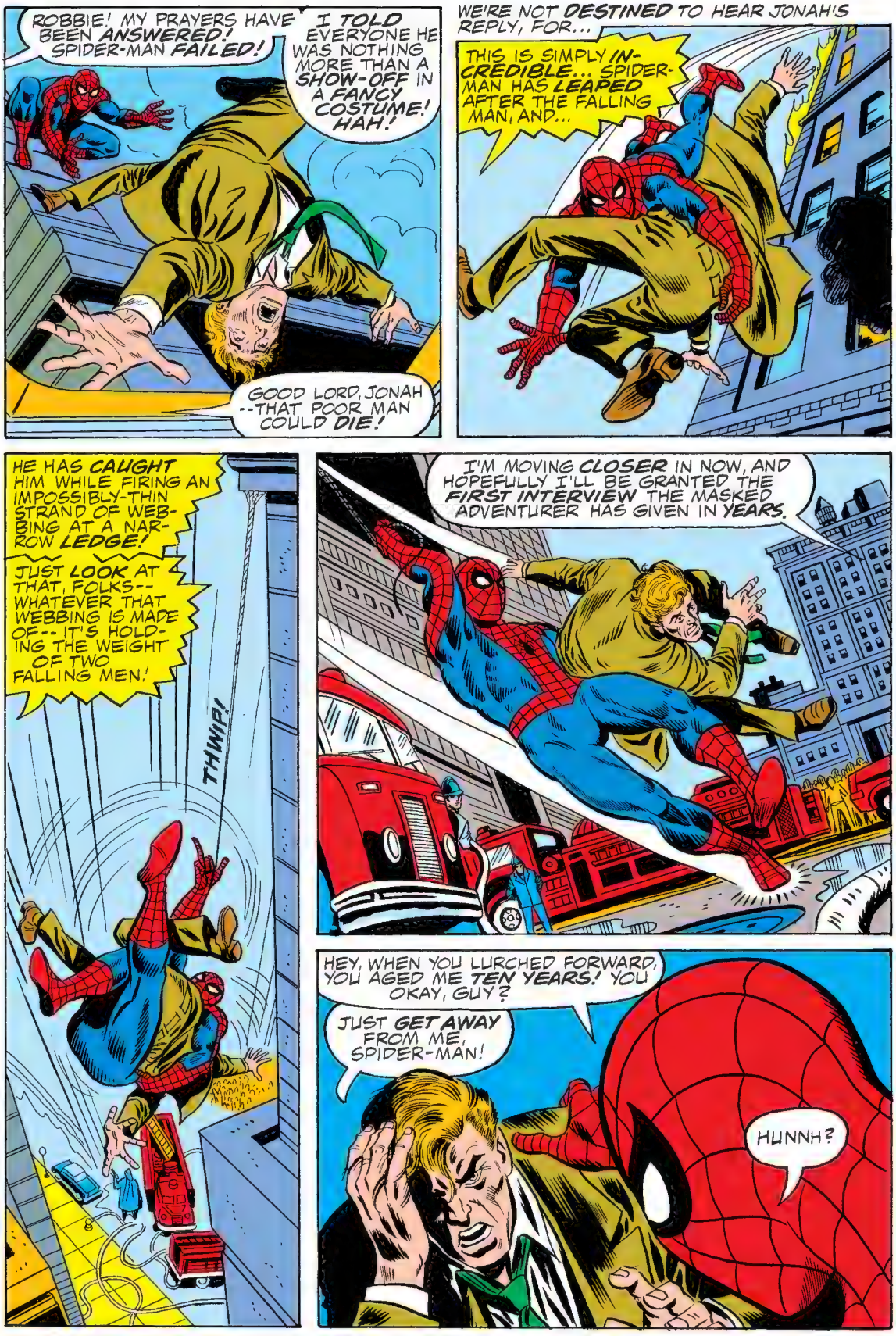
MARV WOLFMAN / WRITER/EDITOR | KEITH POLLARD / LAYOUTS | MIKE ESPOSITO / FINISHES | J. NOVAK, LETTERS / M. SEVERIN, COLORS | JIM SHOOTER / ED-IN-CHIEF

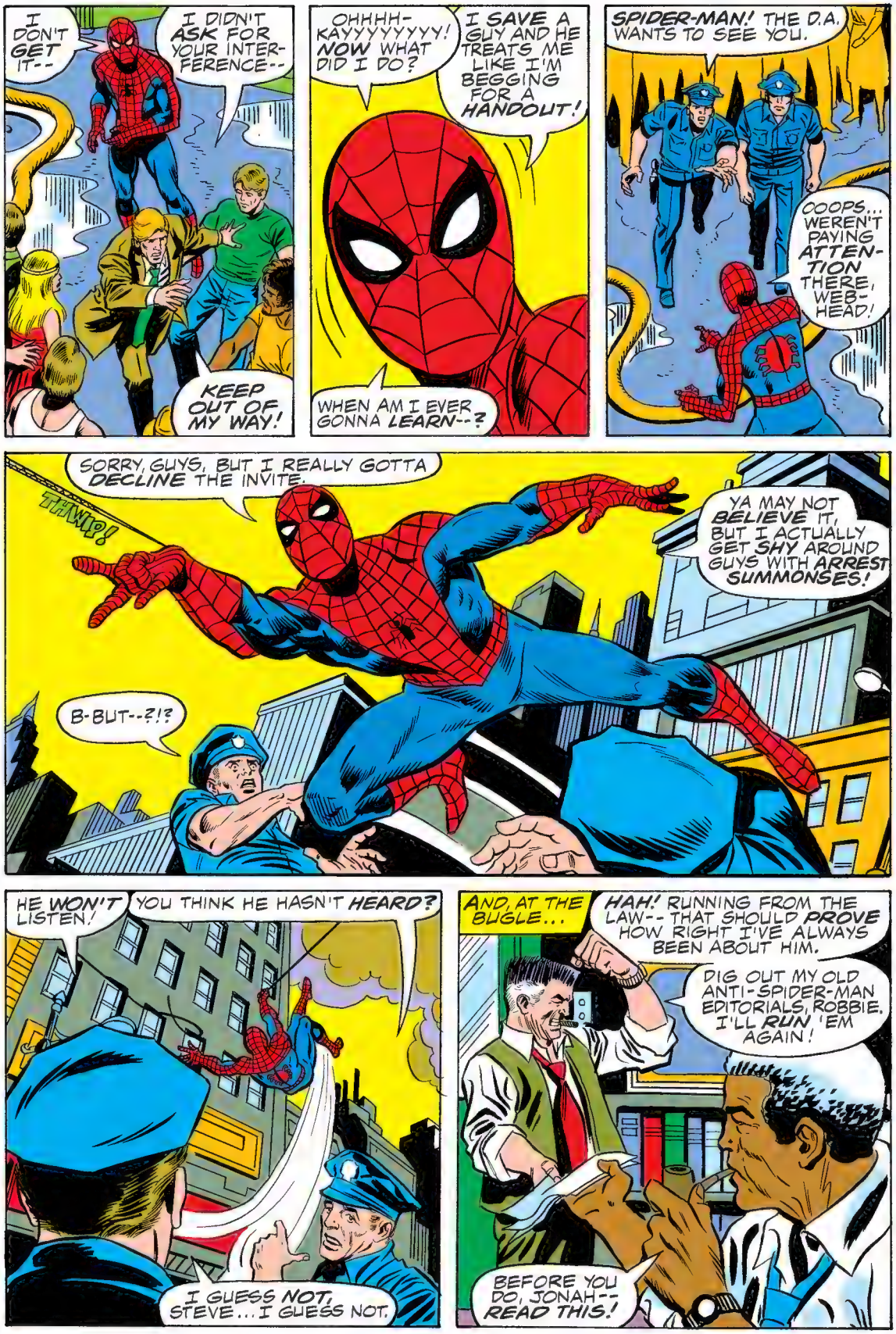
CHAOS IS... THE CHAMELEON!

WE GUARANTEE IT! THE MOST OFF-BEAT SPIDEY STORY OF ALL!


VERY OLD PUN DEPARTMENT:
WHAT'S THE DIFFERENCE BETWEEN A ONE 'L' AMA, A TWO 'L' AMA, AND A THREE 'L' AMA?
ANSWER? WITH A ONE 'L'AMA, YOU GET A TIBETAN MONK. WITH A TWO 'L' AMA, YOU GET A SOUTH AMERICAN CAMEL. WITH A THREE 'L' AMA, YOU GET FIRE ENGINES... AND JUST POSSIBLY-- SPIDER-MAN!
...THE SUSPICIOUS FIRE HAS BEEN RAGING FOR TEN MINUTES NOW, TRAPPING AN UNKNOWN MAN ON THE LEDGE OF THE NINTH FLOOR. FIRE FIGHTERS ARE HAVING TROUBLE GE--
HOLD ON! WHAT IS HAPPENING--? YES... YES--IT IS HIM! FOLKS, THIS REPORTER MAY HAVE A REAL EXCLUSIVE COMING UP.
C-992

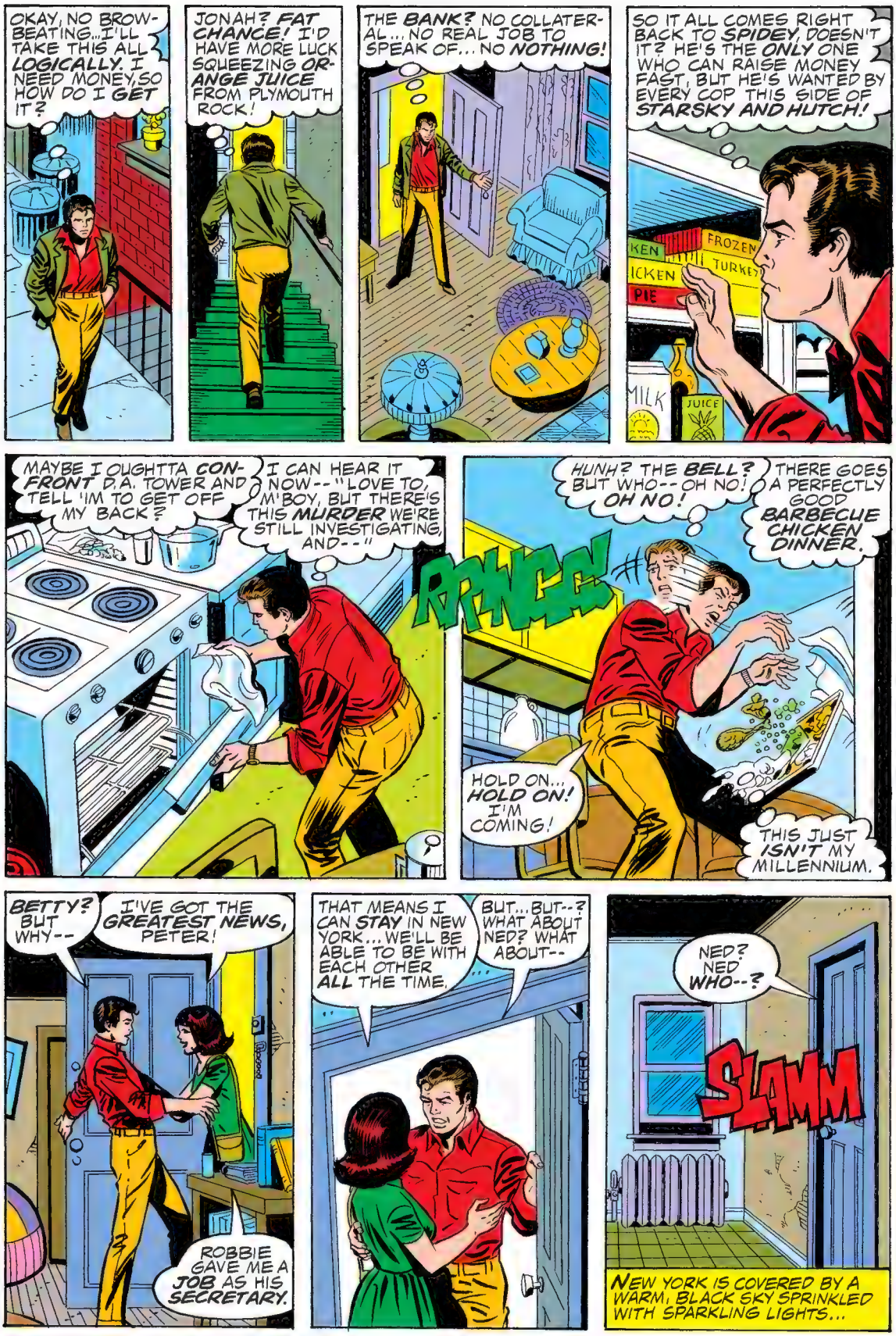
THE MYSTERIOUS SPIDER-MAN HAS NOW ENTERED THE SCENE VIA HIS FAMOUS WEB-LINE.
IT IS A RARE DAY INDEED WHEN THE T.V. CAMERAS ARE PRIVILEGED TO PHOTOGRAPH THE WEB-SLINGER WHOSE BIZARRE DEEDS HAVE COME UNDER THE SCRUTINY OF NEW YORK'S FINEST FOR MANY YEARS.
ONE MUST SUPPOSE THIS AFTERNOON'S STARTLING ANNOUNCEMENT HAS BROUGHT THE WALL-CRAWLER OUT OF THE NIGHT SHADOWS HE USUALLY PROWLS!
HOLD ON, FOLKS! THIS IS SIMPLY INCREDIBLE! THE UNKNOWN MAN ON THE LEDGE ACTUALLY SEEMS TO BE FENDING OFF THE FAMED WEB-SLINGER!
UNDOUBTABLY, SPIDEY'S DEMONIC-LOOKING COSTUME HAS FRIGHTENED THE VERY MAN HE IS ATTEMPTING TO SAVE!
ACROSS TOWN, IN THE OFFICES OF THE DAILY BUGLE...
OH NO! NO! NO! THAT WEB-HEADED WEASEL IS DOING IT TO ME AGAIN!
IT'S NOT FAIR!
WHAT'S SPIDEY DONE NOW, JONAH? USE YOUR NAME TO VALI-DATE A PARKING TICKET?
I'LL IGNORE THAT FOR NOW, ROBERTSON! LOOK!
THAT LOUSY FINK'S SAVING A MAN... RIGHT ON TELEVISION!
ALL MY EFFORT TO PROVE HE'S A MASKED MENACE WILL BE RUINED!
JONAH, I SUGGEST YOU'RE--
QUIET... QUIET ...SOMETHING'S HAPPENING!


ROBBIE! MY PRAYERS HAVE BEEN ANSWERED! SPIDER-MAN FAILED!
I TOLD EVERYONE HE WAS NOTHING MORE THAN A SHOW-OFF IN A FANCY COSTUME! HAH!
GOOD LORD, JONAH --THAT POOR MAN COULD DIE!
WE'RE NOT DESTINED TO HEAR JONAH'S REPLY, FOR...
THIS IS SIMPLY IN-CREDIBLE... SPIDER-MAN HAS LEAPED AFTER THE FALLING MAN, AND...
HE HAS CAUGHT HIM WHILE FIRING AN IMPOSSIBLY-THIN STRAND OF WEB-BING AT A NAR-ROW LEDGE!
JUST LOOK AT THAT, FOLKS-- WHATEVER THAT WEBBING IS MADE OF-- IT'S HOLD-ING THE WEIGHT OF TWO FALLING MEN!
THWIP!
I'M MOVING CLOSER IN NOW, AND HOPEFULLY I'LL BE GRANTED THE FIRST INTERVIEW THE MASKED ADVENTURER HAS GIVEN IN YEARS.
HEY, WHEN YOU LURCHED FORWARD, YOU AGED ME TEN YEARS! YOU OKAY, GUY?
JUST GET AWAY FROM ME, SPIDER-MAN!
HUNNH?

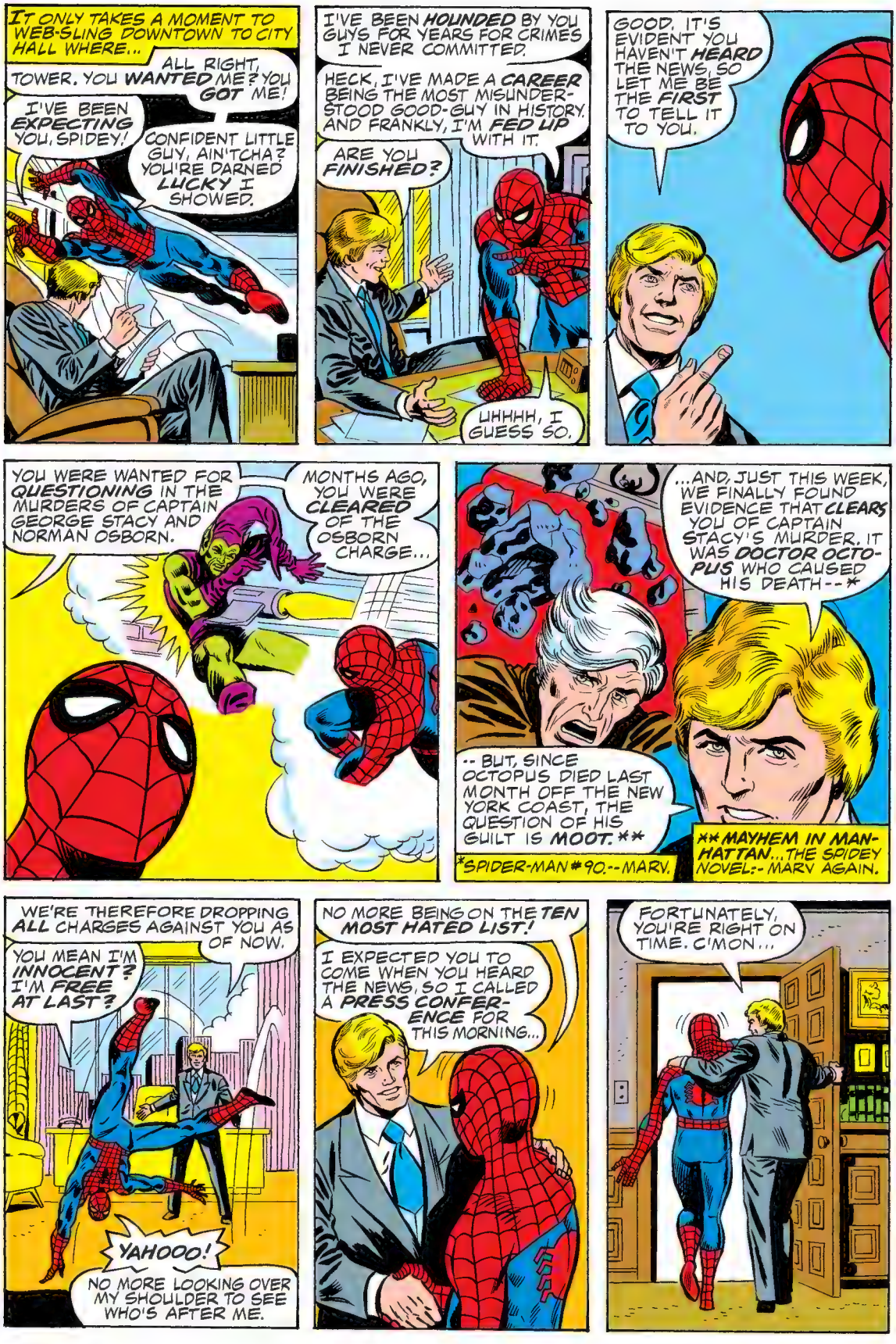

I DON'T GET IT--
I DIDN'T ASK FOR YOUR INTER-FERENCE--
KEEP OUT OF MY WAY!
OHHHH-KAYYYYYYYY! NOW WHAT DID I DO?
I SAVE A GUY AND HE TREATS ME LIKE I'M BEGGING FOR A HANDOUT!
WHEN AM I EVER GONNA LEARN--?
SPIDER-MAN! THE D.A. WANTS TO SEE YOU.
OOOPS... WEREN'T PAYING ATTEN-TION THERE, WEB-HEAD!
SORRY, GUYS, BUT I REALLY GOTTA DECLINE THE INVITE.
THWIP!
YA MAY NOT BELIEVE IT, BUT I ACTUALLY GET SHY AROUND GUYS WITH ARREST SUMMONSES!
B-BUT--?!?
HE WON'T LISTEN!
YOU THINK HE HASN'T HEARD?
I GUESS NOT, STEVE... I GUESS NOT.
AND, AT THE BUGLE...
HAH! RUNNING FROM THE LAW-- THAT SHOULD PROVE HOW RIGHT I'VE ALWAYS BEEN ABOUT HIM.
DIG OUT MY OLD ANTI-SPIDER-MAN EDITORIALS, ROBBIE. I'LL RUN 'EM AGAIN!
BEFORE YOU DO, JONAH-- READ THIS!

THIS CAME OFF THE WIRE WHILE YOU WERE AT YOUR SON'S HOSPITAL...
OH NONONO! THEY CAN'T DO THIS TO ME!
I'VE BEEN A GOOD MAN, HAVEN'T I? I HARDLY CHEAT ON MY TAXES!
WHY ARE THEY ALL OUT TO DESTROY ME?
I CAN'T STAY HERE ANYMORE --I'LL BE A LAUGHING STOCK! I WON'T BE ABLE TO HOLD UP MY HEAD WITH-OUT FEAR OF RIDICULE!
JONAH, WHERE ARE YOU GOING?
WHERE THEY'VE NEVER HEARD OF J. JONAH JAMESON!
I'LL CALL YOU WHEN I GET TO THE BRAZILIAN AMAZON!
OUT OF MY WAY, MISS GRANT!
THAT'S BRANT!
MAKE UP YOUR MIND, WILL YOU?
WHILE J. JONAH JAMESON GRUMBLES HIS WAY TO THE EXECUTIVE WASHROOM, A FIRE THAT HAD BEEN BLAZING HALF AN HOUR BEFORE... IS REDUCED TO LITTLE MORE THAN A SMOLDERING ASH...
BLAST! WHO WOULD HAVE THOUGHT HE'D SHOW UP?
WE WEREN'T SUPPOSED TO MEET UNTIL LATER!
BUT, HE DIDN'T RECOG-NIZE ME... THEN AGAIN-- HOW CAN ANY MAN EVER HOPE TO RECOGNIZE--
-THE CHAMELEON! MASTER OF DISGUISE!

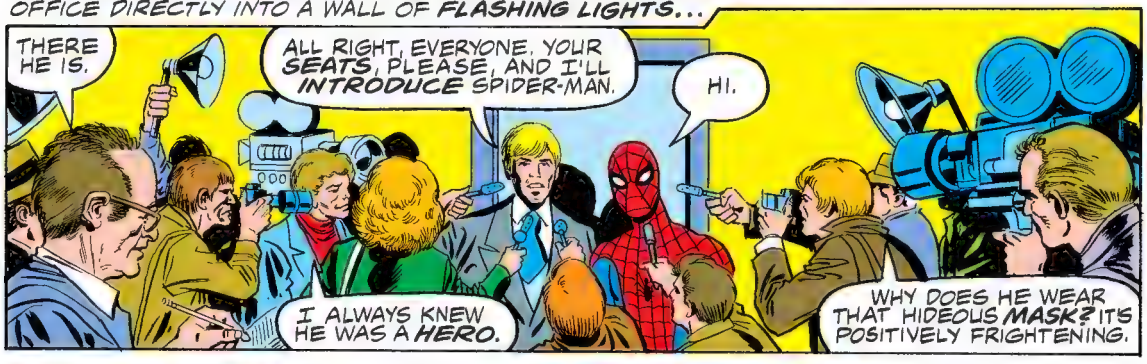
NOW EVEN THE D.A. IS OUT TO GET ME. HOW DID I TICK OFF TOWER?
SHEESH! IT'S GETTING SO THE ONLY TIME BEING SPIDEY'S AN ADVANTAGE IS IN BEATING OUT THE MIDTOWN TRAFFIC!
ALL RIGHT, CAN THE SOB-STORY AND PUT ON A SMILE FOR AUNT MAY!
I CAN'T HAVE THAT DEAR LADY THINK ANYTHING'S WRONG. THE WORRYING COULD BE TOO MUCH FOR HER.
SOON, DOWN THE STERILE GREEN CORRIDORS OF NEW-HOPE MEMORIAL...
HI THERE, SLUGGER. HOW'S IT GOING?
P-PETER, DEAR, I'M SO HAPPY YOU CAME TODAY. YOU MAKE AN OLD LADY FEEL DOWN-RIGHT CHIPPER.
PETER, I WAS WONDERING WHY THEY DIDN'T CALL YOUR NAME AT GRADUATION YESTERDAY?* I WAS WAITING, BUT...
IT WAS JUST A MIS-UNDERSTANDING, AUNT MAY. I'LL GET MY DIPLOMA IN SEPTEMBER.
*LAST ISSUE.--MARV.
MR. PARKER, MAY I SEE YOU FOR A MOMENT?
HUNNH? SURE, DR. TOMPKINS!
AFTER NEXT MONTH, MEDICARE WON'T COVER YOUR AUNT'S EXPENSES. CAN YOU AFFORD HER CARE?
MONEY? DOC, I'M FLAT BROKE.
I EARN JUST ABOUT ENOUGH TO GET THROUGH SCHOOL AND TO KEEP UP MY SHAMBLES OF AN APARTMENT.
I THOUGHT AS MUCH. MY ADVICE, THEN, IS A STATE NURSING HOME. THEY AREN'T FANCY, BUT THE CARE IS PROFESSIONAL.
IF YOU GIVE YOUR OKAY, I'LL ARRANGE FOR A TRANSFER. WELL?
DO WHAT YOU HAVE TO, DOC. AND I'LL DO WHAT I HAVE TO.
I'VE GOT TO RAISE MONEY... AUNT MAY DESERVES THE BEST!
KIDS! THEY NEVER PLAN AHEAD!

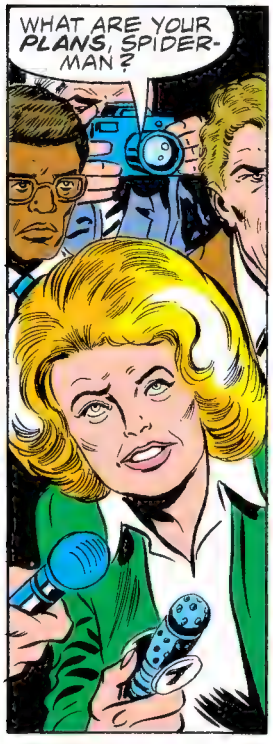

OKAY, NO BROW-BEATING...I'LL TAKE THIS ALL LOGICALLY. I NEED MONEY, SO HOW DO I GET IT?
JONAH? FAT CHANCE! I'D HAVE MORE LUCK SQUEEZING ORANGE JUICE FROM PLYMOUTH ROCK!
THE BANK? NO COLLATERAL... NO REAL JOB TO SPEAK OF... NO NOTHING!
SO IT ALL COMES RIGHT BACK TO SPIDEY, DOESN'T IT? HE'S THE ONLY ONE WHO CAN RAISE MONEY FAST, BUT HE'S WANTED BY EVERY COP THIS SIDE OF STARSKY AND HUTCH!
FROZEN
KEN
TURKEY
ICKEN
PIE
MILK
JUICE
MAYBE I OUGHTTA CONFRONT D.A. TOWER AND TELL 'IM TO GET OFF MY BACK?
I CAN HEAR IT NOW--"LOVE TO, M'BOY, BUT THERE'S THIS MURDER WE'RE STILL INVESTIGATING, AND--"
RRINGG
HUNH? THE BELL? BUT WHO--OH NO! OH NO!
THERE GOES A PERFECTLY GOOD BARBECUE CHICKEN DINNER.
HOLD ON... HOLD ON! I'M COMING!
THIS JUST ISN'T MY MILLENNIUM.
BETTY? BUT WHY--
I'VE GOT THE GREATEST NEWS, PETER!
ROBBIE GAVE ME A JOB AS HIS SECRETARY.
THAT MEANS I CAN STAY IN NEW YORK... WE'LL BE ABLE TO BE WITH EACH OTHER ALL THE TIME.
BUT...BUT--? WHAT ABOUT NED? WHAT ABOUT--
NED? NED WHO--?
SLAMM
NEW YORK IS COVERED BY A WARM, BLACK SKY SPRINKLED WITH SPARKLING LIGHTS...

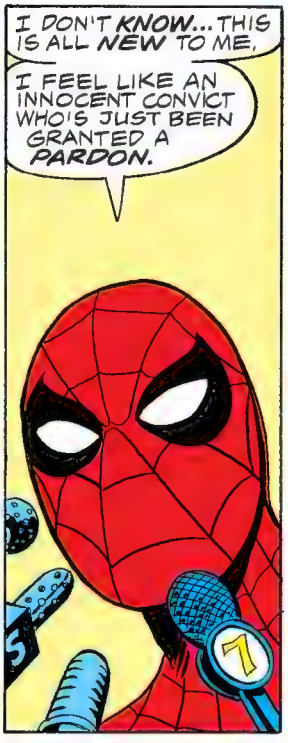
...THAT FINALLY FADE INTO DAYLIGHT...
I DON'T BELIEVE IT.
HOW MANY CUPS OF COFFEE HAS IT BEEN? SIX? SEVEN? I'VE LOST COUNT.
PETE, YOU CAN'T REALIZE WHAT IT'S MEANT TO SIT AND TALK THE NIGHT AWAY.
IT'S BEEN AGES SINCE I'VE SPENT THE NIGHT LIKE THIS.
NED AND I NEVER HAD THAT MUCH TO SAY TO EACH OTHER. I GUESS I REALLY MARRIED HIM ON THE REBOUND... FROM YOU.
YAWWNNNNN! Y'SAY SOMETHING? GOSH, I'VE NEVER BEEN SO TIRED BEFORE.
I'M NOT USED TO OPERATING ON NO SLEEP.
WONDER WHAT-- TEN O'CLOCK! GOOD GOSH! I'VE GOT SOMETHING TO DO.
CAN I GO WITH YOU?
NOT THIS TIME, BETTS. ...LOOK, I'LL SEE YOU LATER.
YOU'RE ACTING MYSTERIOUSLY AGAIN, PETER... THAT WAS SOMETHING I NEVER COULD GET USED TO.
A MOMENT LATER, A RED AND BLUE FORM SPINS A HASTY WEB THROUGH THE NEW YORK SKIES...
BUT NOW I'VE GOT A REAL PROBLEM AHEAD OF ME-- I NEED MONEY AND THERE'S ONLY ONE WAY TO GET IT.
I'VE GOT TO FACE MY ACCUSERS AT LONG LAST.
OKAY, SO MAYBE I HAVEN'T GOTTEN RID OF BETTY. MAYBE I SHOULDN'T. MAYBE SHE AND NED ARE THROUGH.
AND, WHAT'S WRONG IF LUCK HAPPENS TO SHINE ON ME FOR JUST ONE BRIEF INSTANT?
I'M ONLY WANTED FOR QUESTIONING. I CAN'T BE JAILED FOR ANYTHING... CAN I?
WELL, I'VE GOT NO CHOICE BUT TO FIND OUT!


IT ONLY TAKES A MOMENT TO WEB-SLING DOWNTOWN TO CITY HALL WHERE...
ALL RIGHT, TOWER. YOU WANTED ME? YOU GOT ME!
I'VE BEEN EXPECTING YOU, SPIDEY!
CONFIDENT LITTLE GUY, AIN'TCHA? YOU'RE DARNED LUCKY I SHOWED.
I'VE BEEN HOUNDED BY YOU GUYS FOR YEARS FOR CRIMES I NEVER COMMITTED.
HECK, I'VE MADE A CAREER BEING THE MOST MISUNDERSTOOD GOOD-GUY IN HISTORY. AND FRANKLY, I'M FED UP WITH IT.
ARE YOU FINISHED?
UHHHH, I GUESS SO.
GOOD. IT'S EVIDENT YOU HAVEN'T HEARD THE NEWS, SO LET ME BE THE FIRST TO TELL IT TO YOU.
YOU WERE WANTED FOR QUESTIONING IN THE MURDERS OF CAPTAIN GEORGE STACY AND NORMAN OSBORN.
MONTHS AGO, YOU WERE CLEARED OF THE OSBORN CHARGE...
...AND, JUST THIS WEEK, WE FINALLY FOUND EVIDENCE THAT CLEARS YOU OF CAPTAIN STACY'S MURDER. IT WAS DOCTOR OCTOPUS WHO CAUSED HIS DEATH--*
-- BUT, SINCE OCTOPUS DIED LAST MONTH OFF THE NEW YORK COAST, THE QUESTION OF HIS GUILT IS MOOT.**
*SPIDER-MAN #90.--MARV.
**MAYHEM IN MANHATTAN...THE SPIDEY NOVEL:- MARV AGAIN.
WE'RE THEREFORE DROPPING ALL CHARGES AGAINST YOU AS OF NOW.
YOU MEAN I'M INNOCENT? I'M FREE AT LAST?
YAHOOO!
NO MORE LOOKING OVER MY SHOULDER TO SEE WHO'S AFTER ME.
NO MORE BEING ON THE TEN MOST HATED LIST!
I EXPECTED YOU TO COME WHEN YOU HEARD THE NEWS, SO I CALLED A PRESS CONFERENCE FOR THIS MORNING...
FORTUNATELY, YOU'RE RIGHT ON TIME. C'MON...

IT IS A SOMEWHAT FRIGHTENED SPIDER-MAN WHO STEPS OUT OF D.A. TOWER'S PLUSH-LINED OFFICE DIRECTLY INTO A WALL OF **FLASHING LIGHTS**...

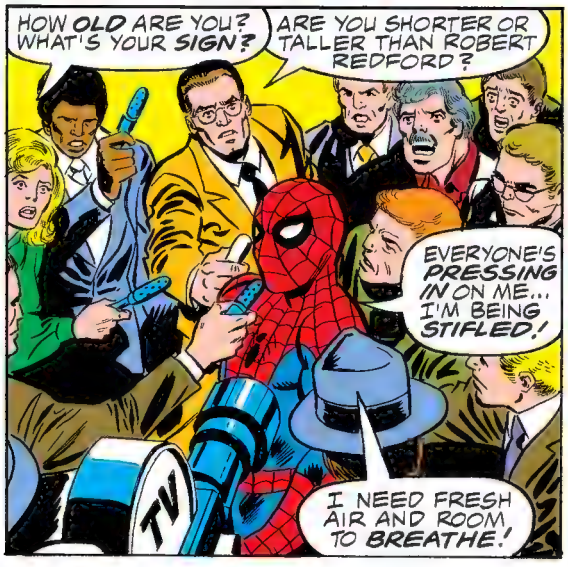

THERE HE IS.
ALL RIGHT, EVERYONE. YOUR **SEATS**, PLEASE, AND I'LL **INTRODUCE** SPIDER-MAN.
HI.
I ALWAYS KNEW HE WAS A **HERO**.
WHY DOES HE WEAR THAT HIDEOUS **MASK**? IT'S POSITIVELY FRIGHTENING.

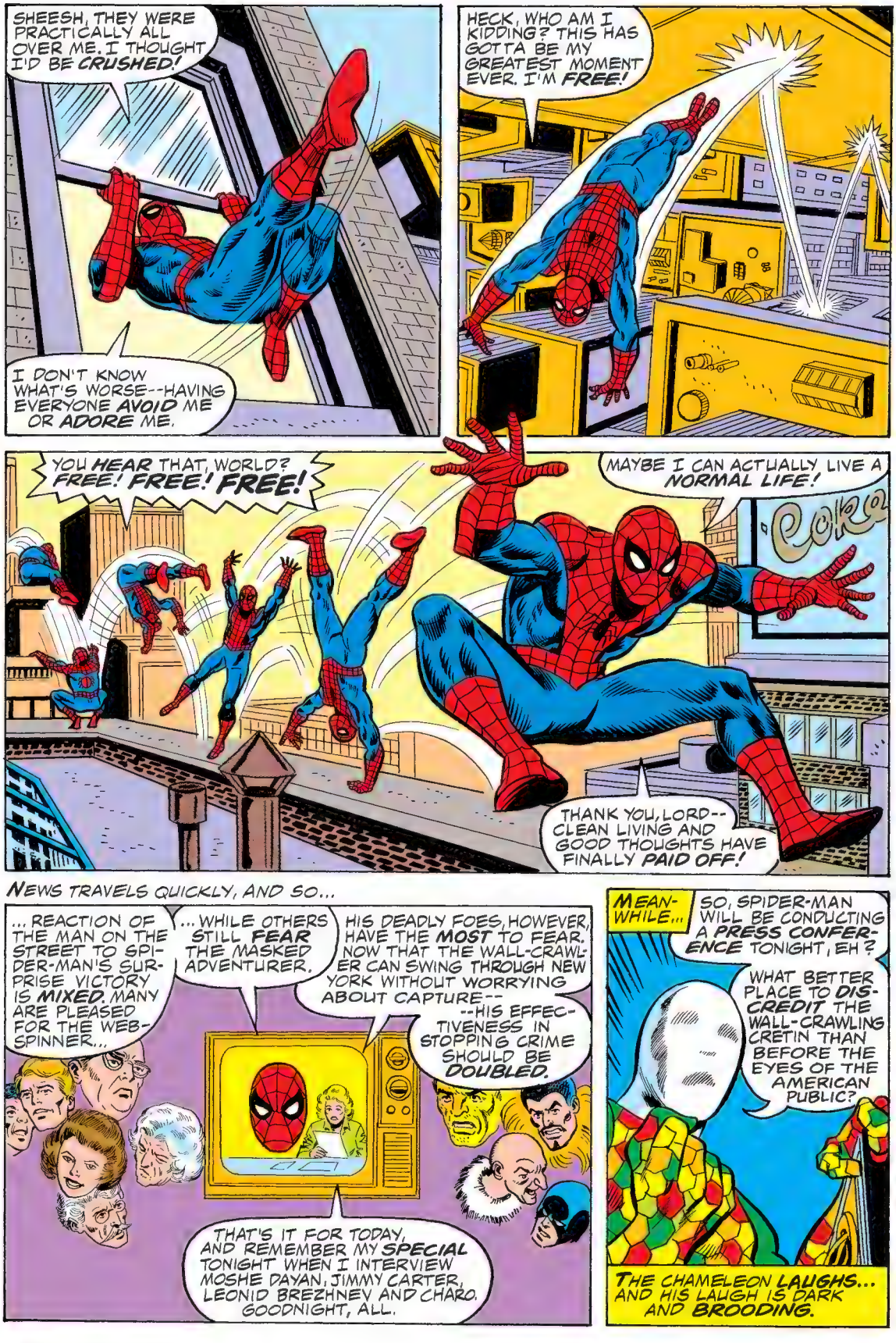


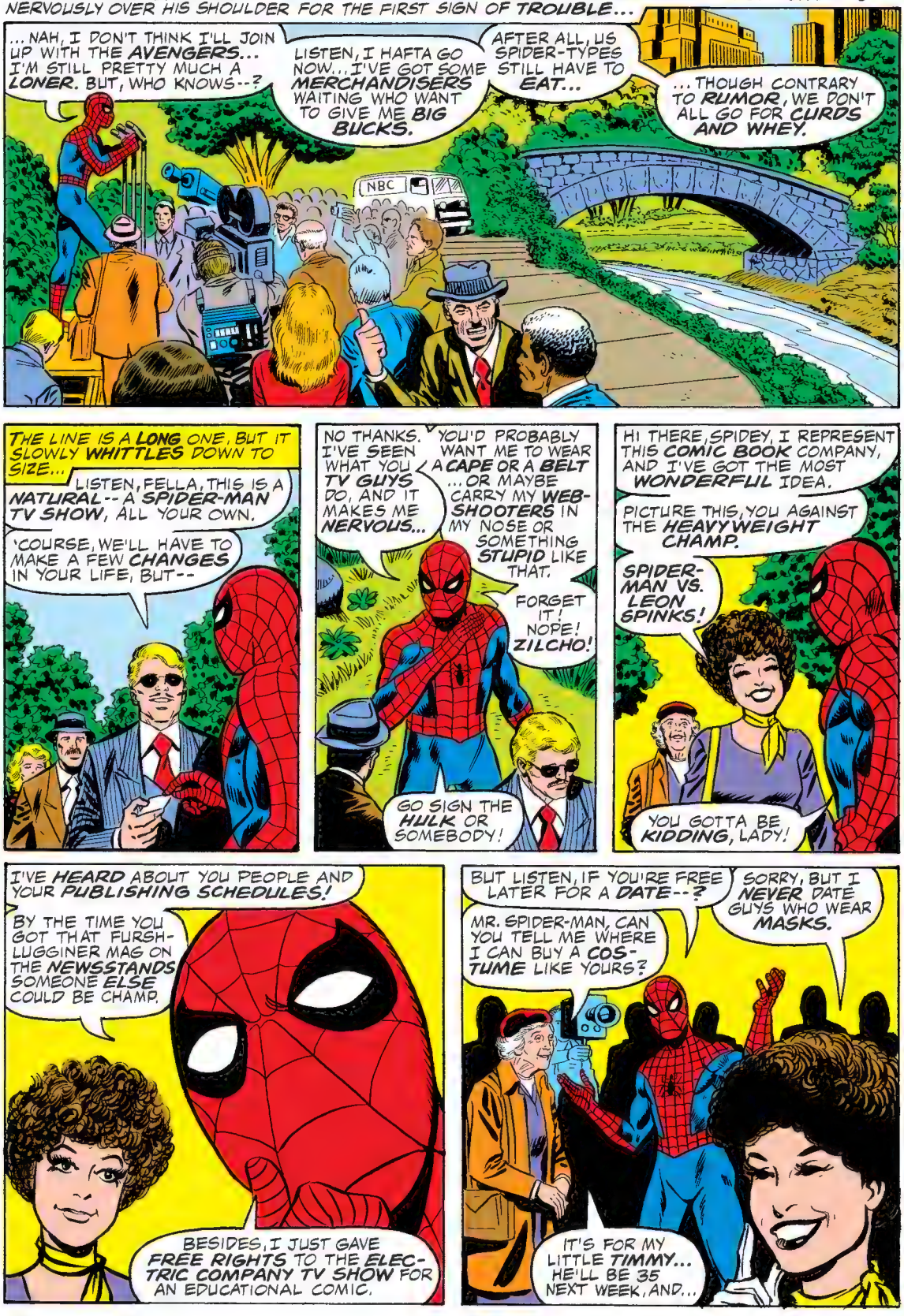


YOU **ARE** A **CONVICT**, WALL-CRAWLER... ONE WHO SHOULD BE **BEHIND BARS**!
THIS IS ALL A SECRET **PLAN** TO DISRUPT JUSTICE. I'VE ALWAYS SAID THE CITY HAS GONE STARK-RAVING **CRAZY**!

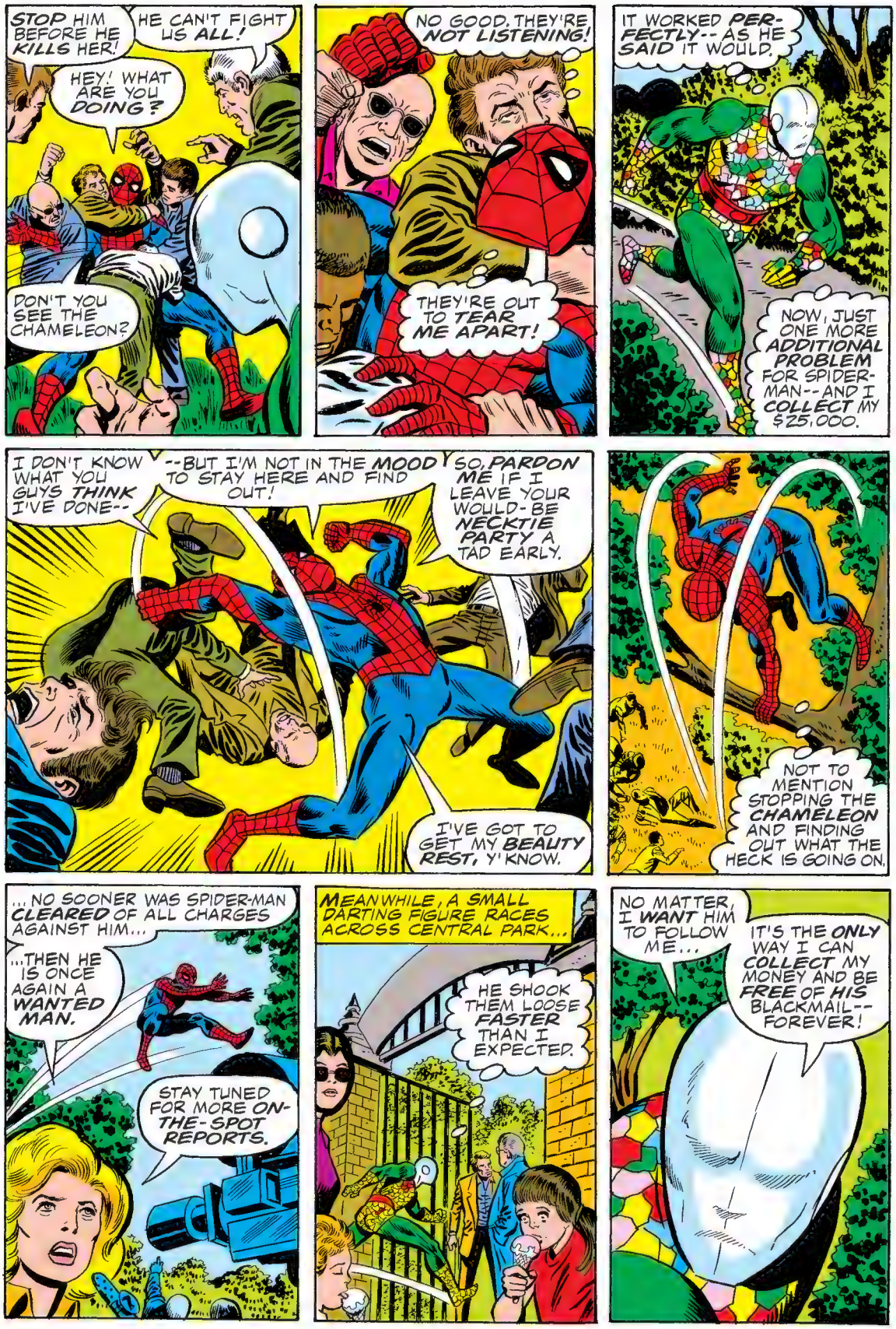
I'M SORRY, MR. JAMESON, BUT AS OF NOW, SPIDER-MAN IS FULLY **CLEARED** OF ALL CHARGES.
IF YOU INSIST HE'S STILL **GUILTY**, YOUR COMMENTS COULD BE CONSIDERED LIBELOUS.
SO NYAHH, NYAHH, PORK-FACE!


HOW **OLD** ARE YOU? WHAT'S YOUR **SIGN**?
ARE YOU SHORTER OR TALLER THAN ROBERT REDFORD?
EVERYONE'S **PRESSING IN** ON ME... I'M BEING **STIFLED**!
I NEED FRESH AIR AND ROOM TO **BREATHE**!
TV

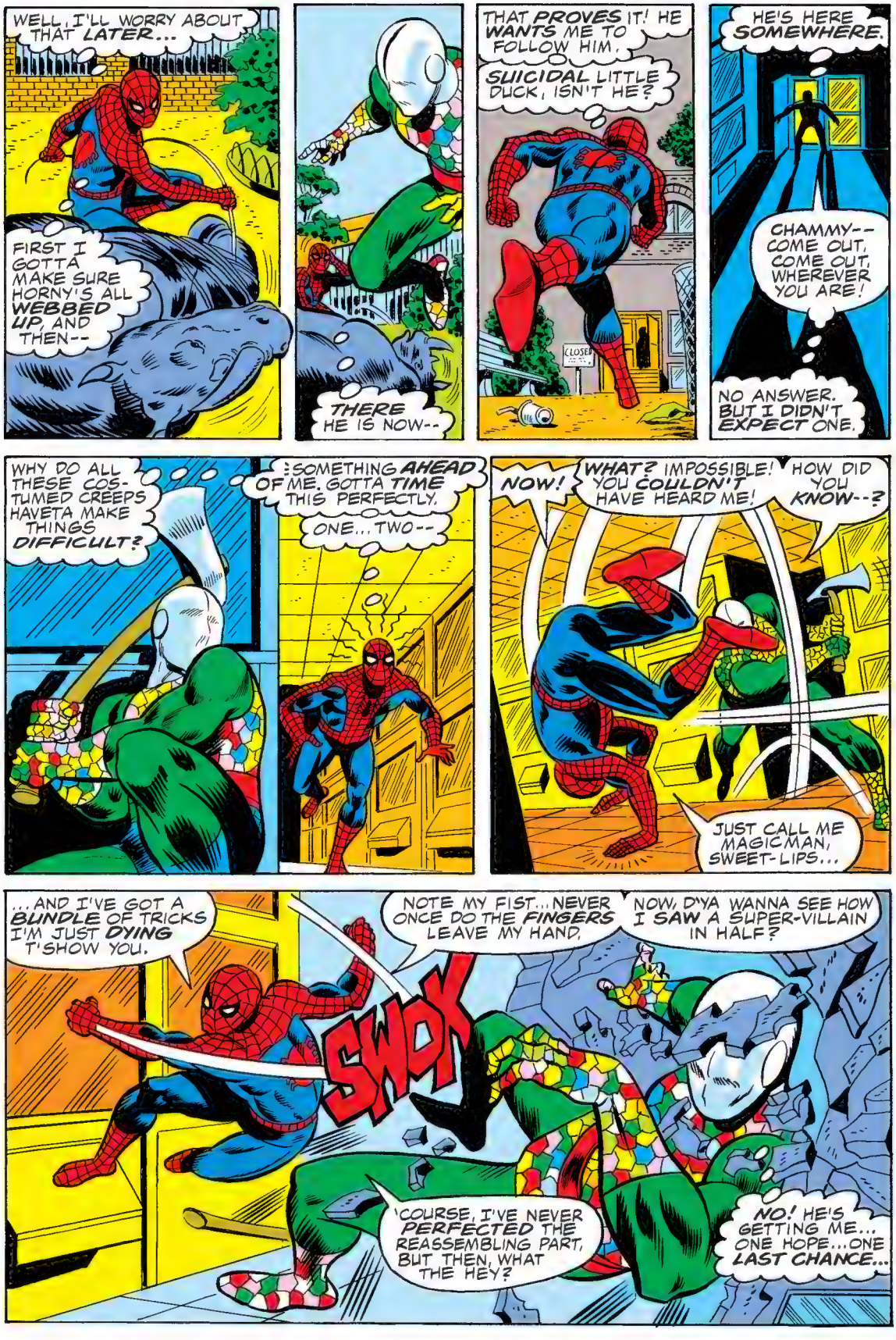

SHEESH, THEY WERE PRACTICALLY ALL OVER ME. I THOUGHT I'D BE CRUSHED!
I DON'T KNOW WHAT'S WORSE--HAVING EVERYONE AVOID ME OR ADORE ME.
HECK, WHO AM I KIDDING? THIS HAS GOTTA BE MY GREATEST MOMENT EVER. I'M FREE!
YOU HEAR THAT, WORLD? FREE! FREE! FREE!
MAYBE I CAN ACTUALLY LIVE A NORMAL LIFE!
Coke
THANK YOU, LORD-- CLEAN LIVING AND GOOD THOUGHTS HAVE FINALLY PAID OFF!
NEWS TRAVELS QUICKLY, AND SO...
...REACTION OF THE MAN ON THE STREET TO SPIDER-MAN'S SURPRISE VICTORY IS MIXED. MANY ARE PLEASED FOR THE WEB-SPINNER...
...WHILE OTHERS STILL FEAR THE MASKED ADVENTURER.
HIS DEADLY FOES, HOWEVER, HAVE THE MOST TO FEAR. NOW THAT THE WALL-CRAWLER CAN SWING THROUGH NEW YORK WITHOUT WORRYING ABOUT CAPTURE--
--HIS EFFECTIVENESS IN STOPPING CRIME SHOULD BE DOUBLED.
THAT'S IT FOR TODAY, AND REMEMBER MY SPECIAL TONIGHT WHEN I INTERVIEW MOSHE DAYAN, JIMMY CARTER, LEONID BREZHNEV AND CHARO. GOODNIGHT, ALL.
MEANWHILE...
SO, SPIDER-MAN WILL BE CONDUCTING A PRESS CONFERENCE TONIGHT, EH?
WHAT BETTER PLACE TO DISCREDIT THE WALL-CRAWLING CRETIN THAN BEFORE THE EYES OF THE AMERICAN PUBLIC?
THE CHAMELEON LAUGHS... AND HIS LAUGH IS DARK AND BROODING.

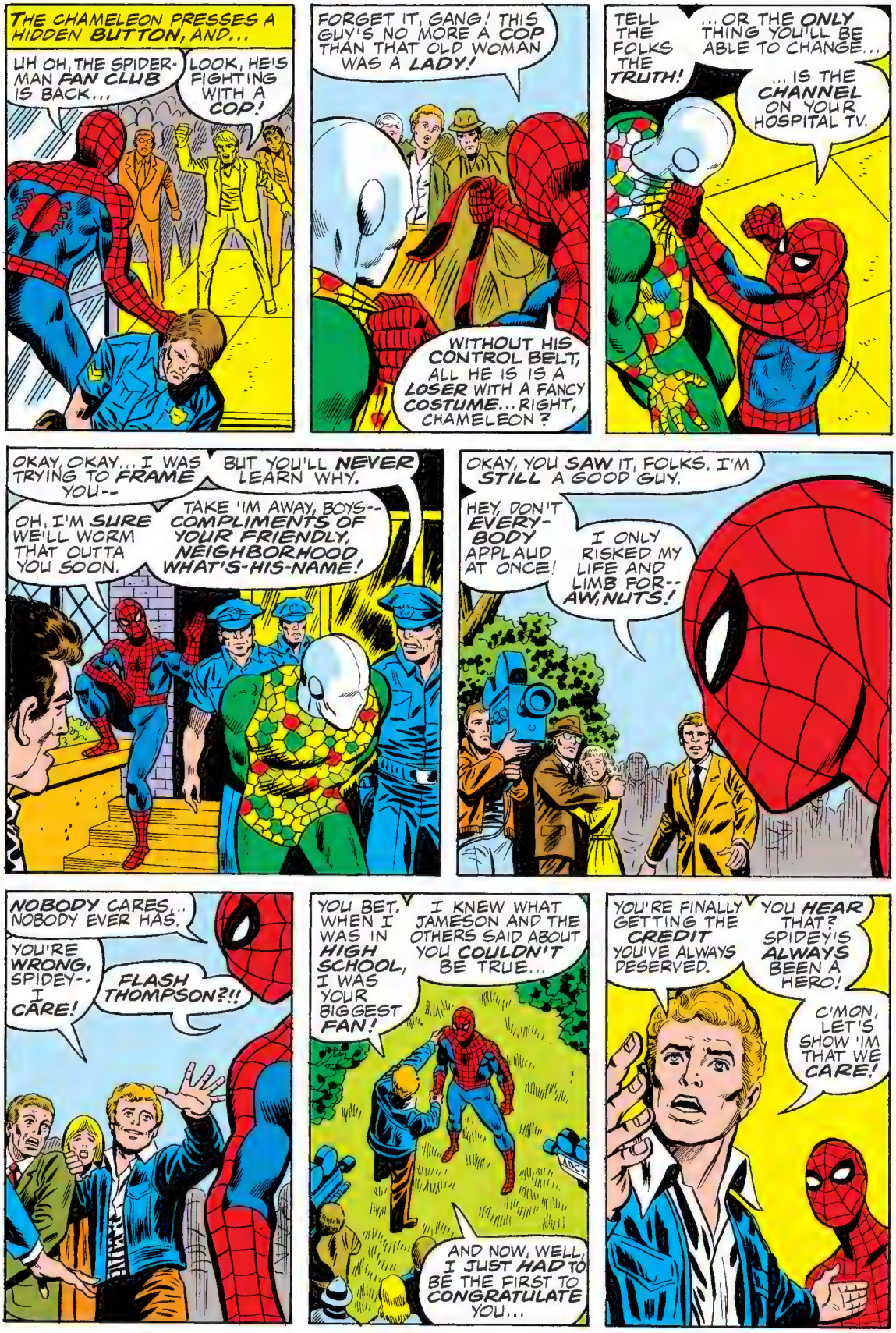

ALL HIS LIFE, PETER PARKER HAS FELT PUT DOWN UPON, SO NOW YOU CAN IMAGINE WHAT ELATION THE WALL-CRAWLER FEELS AS HE CONDUCTS HIS FIRST PRESS CONFERENCE WITHOUT GLANCING NERVOUSLY OVER HIS SHOULDER FOR THE FIRST SIGN OF TROUBLE...
...NAH, I DON'T THINK I'LL JOIN UP WITH THE AVENGERS... I'M STILL PRETTY MUCH A LONER. BUT, WHO KNOWS--?
LISTEN, I HAFTA GO NOW... I'VE GOT SOME MERCHANDISERS WAITING WHO WANT TO GIVE ME BIG BUCKS.
AFTER ALL, US SPIDER-TYPES STILL HAVE TO EAT...
...THOUGH CONTRARY TO RUMOR, WE DON'T ALL GO FOR CURDS AND WHEY.
NBC
THE LINE IS A LONG ONE, BUT IT SLOWLY WHITTLES DOWN TO SIZE...
LISTEN, FELLA, THIS IS A NATURAL--A SPIDER-MAN TV SHOW, ALL YOUR OWN.
'COURSE, WE'LL HAVE TO MAKE A FEW CHANGES IN YOUR LIFE, BUT--
NO THANKS. I'VE SEEN WHAT YOU TV GUYS DO, AND IT MAKES ME NERVOUS...
YOU'D PROBABLY WANT ME TO WEAR A CAPE OR A BELT ...OR MAYBE CARRY MY WEB-SHOOTERS IN MY NOSE OR SOMETHING STUPID LIKE THAT.
FORGET IT! NOPE! ZILCHO!
GO SIGN THE HULK OR SOMEBODY!
HI THERE, SPIDEY, I REPRESENT THIS COMIC BOOK COMPANY, AND I'VE GOT THE MOST WONDERFUL IDEA.
PICTURE THIS, YOU AGAINST THE HEAVYWEIGHT CHAMP.
SPIDER-MAN VS. LEON SPINKS!
YOU GOTTA BE KIDDING, LADY!
I'VE HEARD ABOUT YOU PEOPLE AND YOUR PUBLISHING SCHEDULES!
BY THE TIME YOU GOT THAT FURSH-LUGGINER MAG ON THE NEWSSTANDS SOMEONE ELSE COULD BE CHAMP.
BESIDES, I JUST GAVE FREE RIGHTS TO THE ELEC-TRIC COMPANY TV SHOW FOR AN EDUCATIONAL COMIC.
BUT LISTEN, IF YOU'RE FREE LATER FOR A DATE--?
SORRY, BUT I NEVER DATE GUYS WHO WEAR MASKS.
MR. SPIDER-MAN, CAN YOU TELL ME WHERE I CAN BUY A COS-TUME LIKE YOURS?
IT'S FOR MY LITTLE TIMMY... HE'LL BE 35 NEXT WEEK, AND...

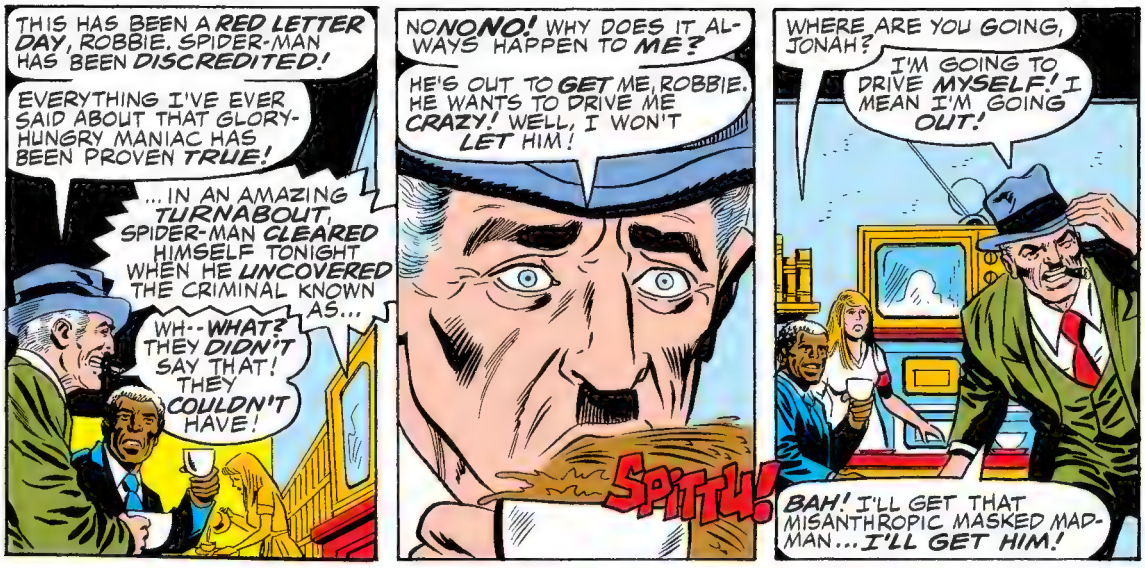
SORRY, BUT THIS IS A ONE-OF-A-KIND SPECIAL. I CAN'T HELP, BUT--
HUNH? MY SPIDER-SENSE IS BUZZING LIKE A BEEHIVE!
IT'S FOCUSING ON THIS LITTLE OLD LADY!
THAT'S PLAIN RIDICULOUS, BUT--
ALL RIGHT, CALM DOWN, WEB-HEAD... EITHER YOU'VE FINALLY GONE OVER THE EDGE, OR SHE'S GLOWING LIKE THE NORTHERN LIGHTS!
THE CHAMELEON!?! HOW DID YOU GET--? WHERE'S THAT OLD LADY--?
PUZZLED, SPIDER-MAN? THEN YOUR CONSTERNATION IS AT AN END!
AS IS YOUR LIFE!
OH, GEE-- ANOTHER DEATH THREAT!
YOU GONNA CARRY THIS ONE OUT FROM A HOSPITAL BED?
OR MAYBE YOU FORGOT I'VE GOT THE PROPORTIONATE STRENGTH OF A SPIDER...
...WHATEVER THE HECK THAT MEANS!
SPOK!
NOW, SUPPOSE YOU START TELLING ME WHAT THIS IS ALL ABOUT--?
DID YOU SEE THAT?
HE SLUGGED THAT WOMAN!
HUNH? WHAT DID YOU SAY?
THERE! THERE! THAT PROVES IT, ROBERTSON! I'VE BEEN RIGHT ALL ALONG!
OH, HOW SWEET IS VINDICATION!
I DON'T UNDERSTAND... HE'S NEVER ACTED THAT WAY BEFORE... WHAT CAN WE DO?
DO? CALL IN THE POLICE! THE GOVERNOR! THE PRESIDENT!
WE'VE GOT TO GET THIS ON THE PRESS-- FAST! THE NIGHTOWL EDITION IS ABOUT TO BE SET!
C'MON, CHAMEY-- WHAT HAVE YOU DONE?
WHAT ARE ALL THESE PEOPLE COMPLAINING ABOUT?
HAH! YOU'LL NEVER KNOW, CREEP!


STOP HIM BEFORE HE KILLS HER!
HE CAN'T FIGHT US ALL!
HEY! WHAT ARE YOU DOING?
DON'T YOU SEE THE CHAMELEON?
NO GOOD. THEY'RE NOT LISTENING!
THEY'RE OUT TO TEAR ME APART!
IT WORKED PERFECTLY--AS HE SAID IT WOULD.
NOW, JUST ONE MORE ADDITIONAL PROBLEM FOR SPIDER-MAN--AND I COLLECT MY $25,000.
I DON'T KNOW WHAT YOU GUYS THINK I'VE DONE--
--BUT I'M NOT IN THE MOOD TO STAY HERE AND FIND OUT!
SO, PARDON ME IF I LEAVE YOUR WOULD-BE NECKTIE PARTY A TAD EARLY.
I'VE GOT TO GET MY BEAUTY REST, Y'KNOW.
NOT TO MENTION STOPPING THE CHAMELEON AND FINDING OUT WHAT THE HECK IS GOING ON.
...NO SOONER WAS SPIDER-MAN CLEARED OF ALL CHARGES AGAINST HIM...
...THEN HE IS ONCE AGAIN A WANTED MAN.
STAY TUNED FOR MORE ON-THE-SPOT REPORTS.
MEANWHILE, A SMALL DARTING FIGURE RACES ACROSS CENTRAL PARK...
HE SHOOK THEM LOOSE FASTER THAN I EXPECTED.
NO MATTER, I WANT HIM TO FOLLOW ME...
IT'S THE ONLY WAY I CAN COLLECT MY MONEY AND BE FREE OF HIS BLACKMAIL--FOREVER!

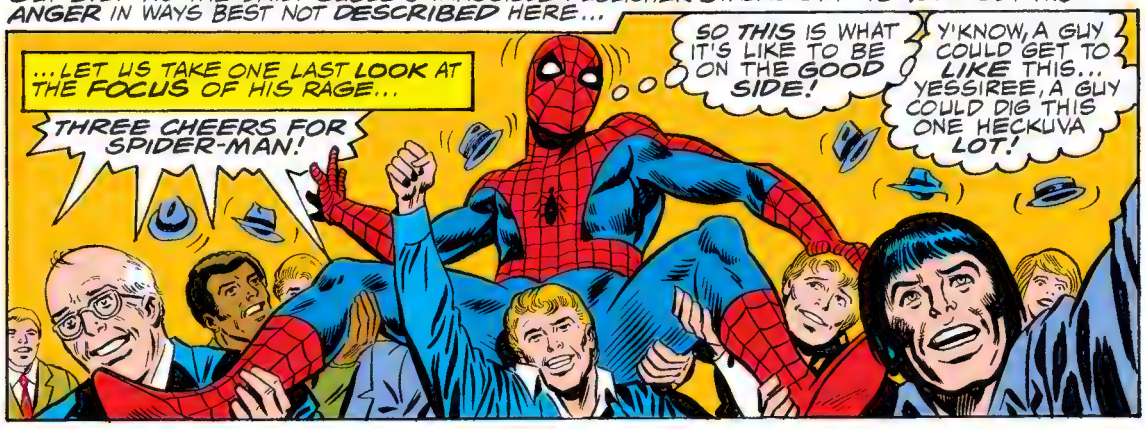
THIS IS REALLY GREAT! FOR ONCE IN MY LIFE, EVERYTHING WAS GOING MY WAY!
NOW, TRUE-TO-FORM, SOMETHING HADDA LOUSE IT UP!
ZOO
I'M RIGHT BACK IN THE SAME STEW I WAS-- ONLY WORS--
OBOY!
I SHOULDA REALIZED THAT FRIGHTENED CROWD WASN'T RUNNING FROM ME!
IT'S THAT ZOO PARADE REJECT!
CAN'T FIGURE OUT WHY THE CHAMELEON WOULD SET IT LOOSE...
...UNLESS HORN-HEAD HERE IS SIMPLY A DELAYING TACTIC...
... BUT WHY DIDN'T CHAMEY USE HIS SOUPED-UP COSTUME TO WHIP ON A DISGUISE...?
JERK... JERK! JERK!! I'M GETTING SO STUPID I'D OVERLOOK MY REFLECTION IN A FULL-LENGTH MIRROR!
I'M BEING LED THROUGH A MAZE!
HE WANTS ME TO FOLLOW HIM... WANTS ME TO LOOK BAD IN FRONT OF THE PUBLIC.
SOMEHOW HE MUST'VE RIGGED HIS COSTUME SO OTHERS WOULD SEE THE DISGUISE HE WORE...
... BUT I'D SEE RIGHT THROUGH IT--
WHUM
--MAKING IT LOOK LIKE I WAS ATTACKING A LITTLE OLD LADY!
BUT HOW DID HE DO IT? THE CHAMELEON'S NEVER SHOWN ANY REAL SCIENTIFIC BACKGROUND.


WELL, I'LL WORRY ABOUT THAT LATER...
FIRST I GOTTA MAKE SURE HORNY'S ALL WEBBED UP, AND THEN--
THERE HE IS NOW--
THAT PROVES IT! HE WANTS ME TO FOLLOW HIM.
SUICIDAL LITTLE DUCK, ISN'T HE?
CLOSED
HE'S HERE SOMEWHERE.
CHAMMY-- COME OUT, COME OUT, WHEREVER YOU ARE!
NO ANSWER. BUT I DIDN'T EXPECT ONE.
WHY DO ALL THESE COSTUMED CREEPS HAVETA MAKE THINGS DIFFICULT?
SOMETHING AHEAD OF ME. GOTTA TIME THIS PERFECTLY.
ONE... TWO--
NOW!
WHAT? IMPOSSIBLE! YOU COULDN'T HAVE HEARD ME!
HOW DID YOU KNOW--?
JUST CALL ME MAGIC MAN, SWEET-LIPS...
...AND I'VE GOT A BUNDLE OF TRICKS I'M JUST DYING T'SHOW YOU.
NOTE MY FIST... NEVER ONCE DO THE FINGERS LEAVE MY HAND.
NOW, D'YA WANNA SEE HOW I SAW A SUPER-VILLAIN IN HALF?
SWOK
'COURSE, I'VE NEVER PERFECTED THE REASSEMBLING PART, BUT THEN, WHAT THE HEY?
NO! HE'S GETTING ME... ONE HOPE... ONE LAST CHANCE...

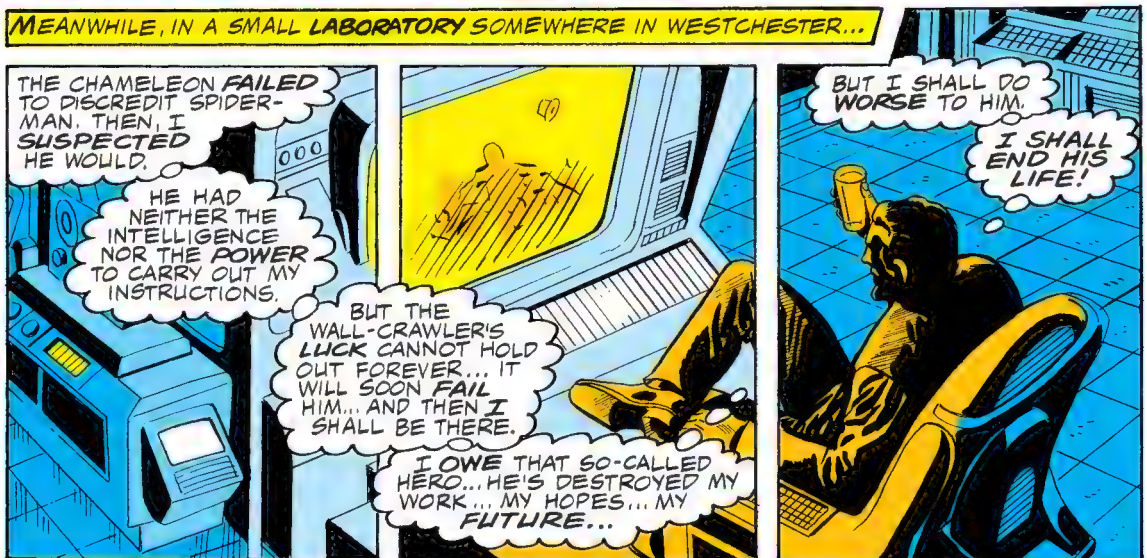

THE CHAMELEON PRESSES A HIDDEN BUTTON, AND...
UH OH, THE SPIDER-MAN FAN CLUB IS BACK...
LOOK, HE'S FIGHTING WITH A COP!
FORGET IT, GANG! THIS GUY'S NO MORE A COP THAN THAT OLD WOMAN WAS A LADY!
WITHOUT HIS CONTROL BELT, ALL HE IS IS A LOSER WITH A FANCY COSTUME... RIGHT, CHAMELEON?
TELL THE FOLKS THE TRUTH!
...OR THE ONLY THING YOU'LL BE ABLE TO CHANGE...
...IS THE CHANNEL ON YOUR HOSPITAL TV.
OKAY, OKAY... I WAS TRYING TO FRAME YOU--
BUT YOU'LL NEVER LEARN WHY.
OH, I'M SURE WE'LL WORM THAT OUTTA YOU SOON.
TAKE 'IM AWAY, BOYS-- COMPLIMENTS OF YOUR FRIENDLY, NEIGHBORHOOD WHAT'S-HIS-NAME!
OKAY, YOU SAW IT, FOLKS. I'M STILL A GOOD GUY.
HEY, DON'T EVERY-BODY APPLAUD AT ONCE!
I ONLY RISKED MY LIFE AND LIMB FOR-- AW, NUTS!
NOBODY CARES... NOBODY EVER HAS.
YOU'RE WRONG, SPIDEY-- I CARE!
FLASH THOMPSON?!!
YOU BET. WHEN I WAS IN HIGH SCHOOL, I WAS YOUR BIGGEST FAN!
I KNEW WHAT JAMESON AND THE OTHERS SAID ABOUT YOU COULDN'T BE TRUE...
AND NOW, WELL, I JUST HAD TO BE THE FIRST TO CONGRATULATE YOU...
YOU'RE FINALLY GETTING THE CREDIT YOU'VE ALWAYS DESERVED.
YOU HEAR THAT? SPIDEY'S ALWAYS BEEN A HERO!
C'MON, LET'S SHOW 'IM THAT WE CARE!


THIS HAS BEEN A RED LETTER DAY, ROBBIE. SPIDER-MAN HAS BEEN DISCREDITED!
EVERYTHING I'VE EVER SAID ABOUT THAT GLORY-HUNGRY MANIAC HAS BEEN PROVEN TRUE!
...IN AN AMAZING TURNABOUT, SPIDER-MAN CLEARED HIMSELF TONIGHT WHEN HE UNCOVERED THE CRIMINAL KNOWN AS...
WH--WHAT? THEY DIDN'T SAY THAT! THEY COULDN'T HAVE!
NONONO! WHY DOES IT ALWAYS HAPPEN TO ME?
HE'S OUT TO GET ME, ROBBIE. HE WANTS TO DRIVE ME CRAZY! WELL, I WON'T LET HIM!
SPITTU!
WHERE ARE YOU GOING, JONAH?
I'M GOING TO DRIVE MYSELF! I MEAN I'M GOING OUT!
BAH! I'LL GET THAT MISANTHROPIC MASKED MADMAN... I'LL GET HIM!

BUT EVEN AS THE DAILY BUGLE'S IRASCIBLE PUBLISHER STALKS OFF TO VENT OUT HIS ANGER IN WAYS BEST NOT DESCRIBED HERE...


...LET US TAKE ONE LAST LOOK AT THE FOCUS OF HIS RAGE...
THREE CHEERS FOR SPIDER-MAN!
SO THIS IS WHAT IT'S LIKE TO BE ON THE GOOD SIDE!
Y'KNOW, A GUY COULD GET TO LIKE THIS... YESSIREE, A GUY COULD DIG THIS ONE HECKUVA LOT!

MEANWHILE, IN A SMALL LABORATORY SOMEWHERE IN WESTCHESTER...


THE CHAMELEON FAILED TO DISCREDIT SPIDER-MAN. THEN, I SUSPECTED HE WOULD.
HE HAD NEITHER THE INTELLIGENCE NOR THE POWER TO CARRY OUT MY INSTRUCTIONS.
BUT THE WALL-CRAWLER'S LUCK CANNOT HOLD OUT FOREVER... IT WILL SOON FAIL HIM... AND THEN I SHALL BE THERE.
I OWE THAT SO-CALLED HERO... HE'S DESTROYED MY WORK... MY HOPES... MY FUTURE...
BUT I SHALL DO WORSE TO HIM.
I SHALL END HIS LIFE!

NEXT ISSUE: THE MYSTERY CONTINUES AS SPIDER-MAN AND CAPTAIN AMERICA TEAM-UP TO TAKE ON--

THE POWER OF ELECTRO!

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02457
the AMAZING SPIDER-MAN®
MARVEL'S TV SENSATION!
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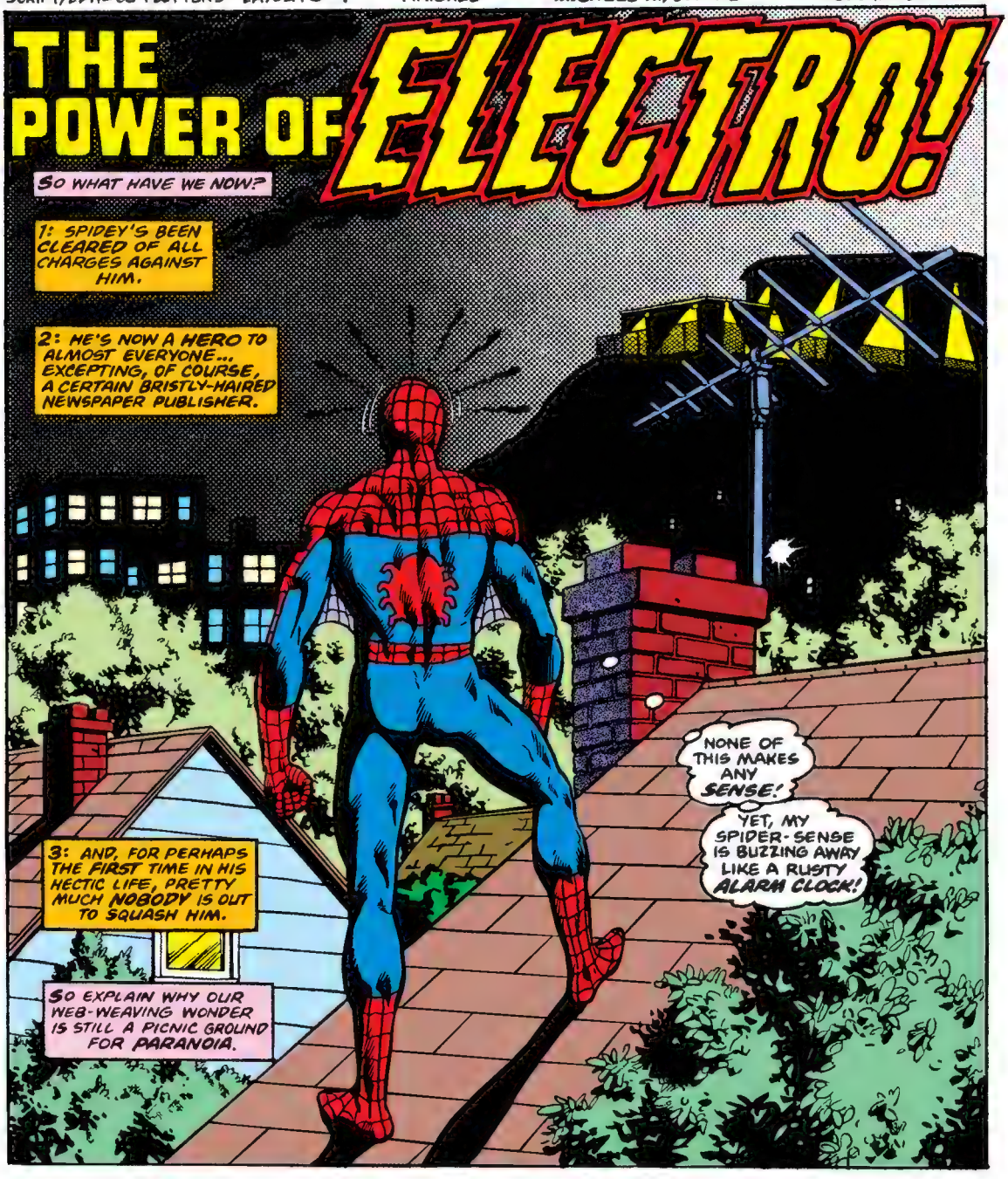
I DON'T GET IT! WHY IS CAPTAIN AMERICA AFTER ME?
I TOLD YOU TO GET OUT OF HERE, SPIDER-MAN!
DO I HAVE TO SMASH YOU TO STOP YOU?
pollard
...AND LURKING IN THE SHADOWS...
ELECTRO!

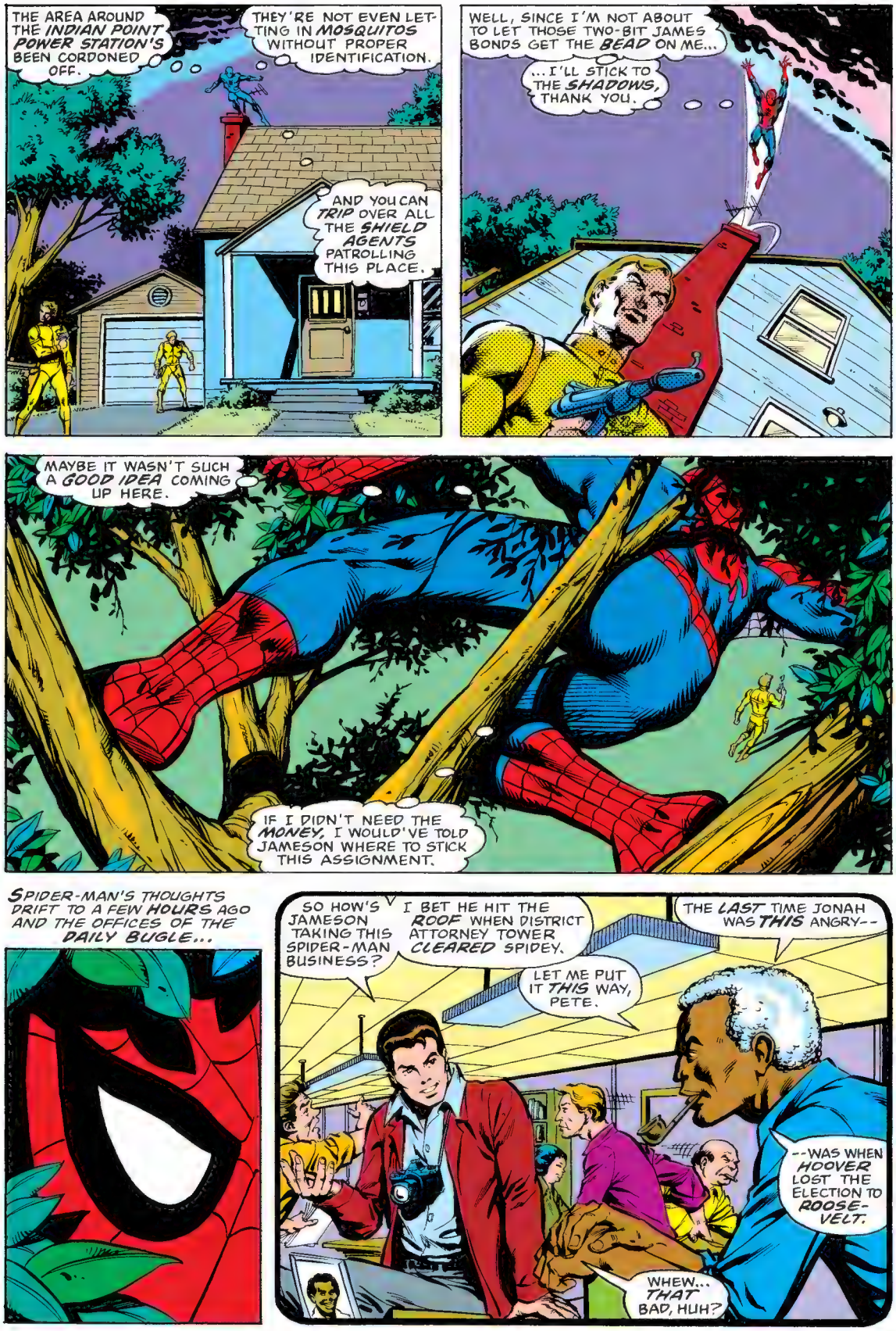
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

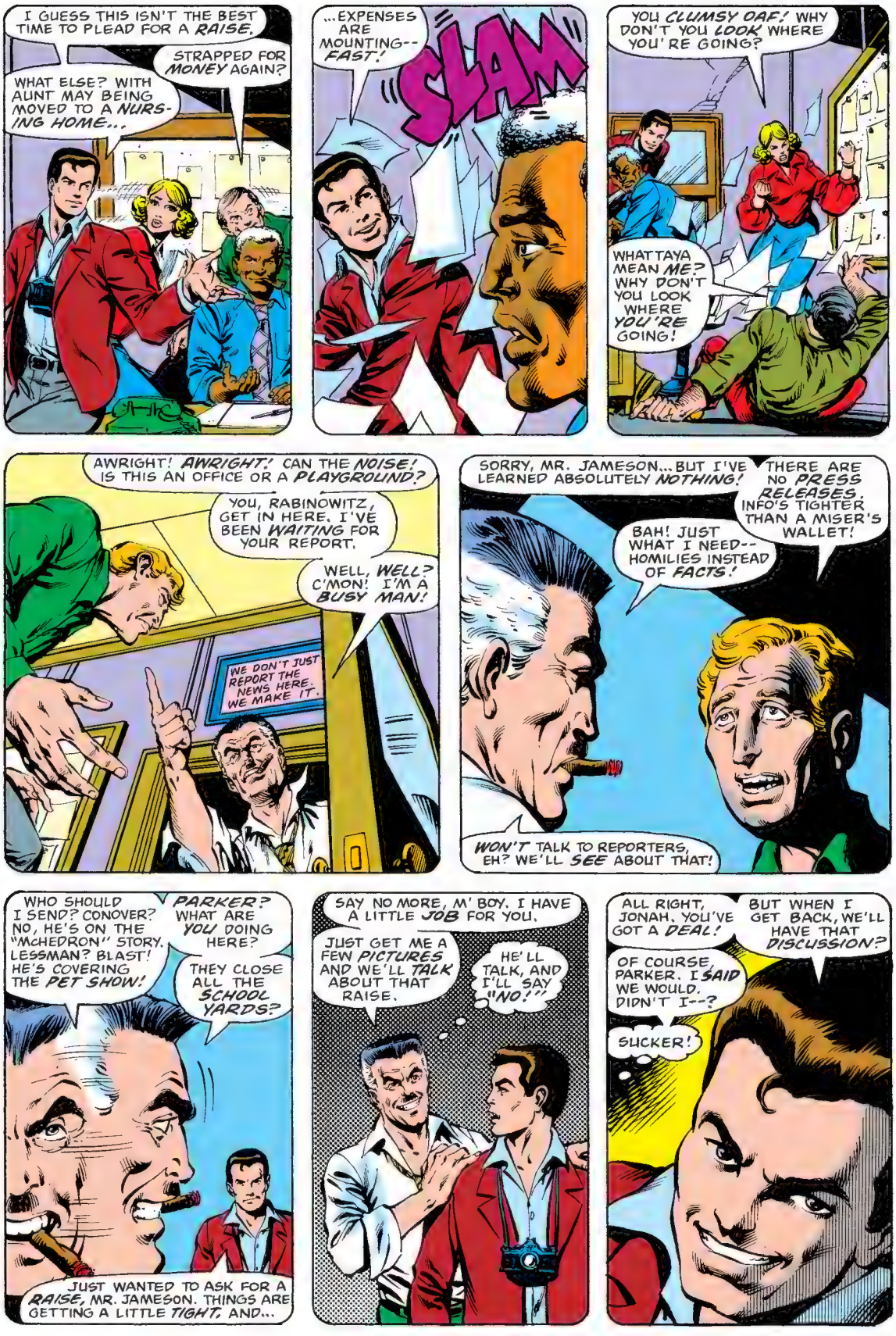
Stan Lee PRESENTS: **THE AMAZING SPIDER-MAN**™

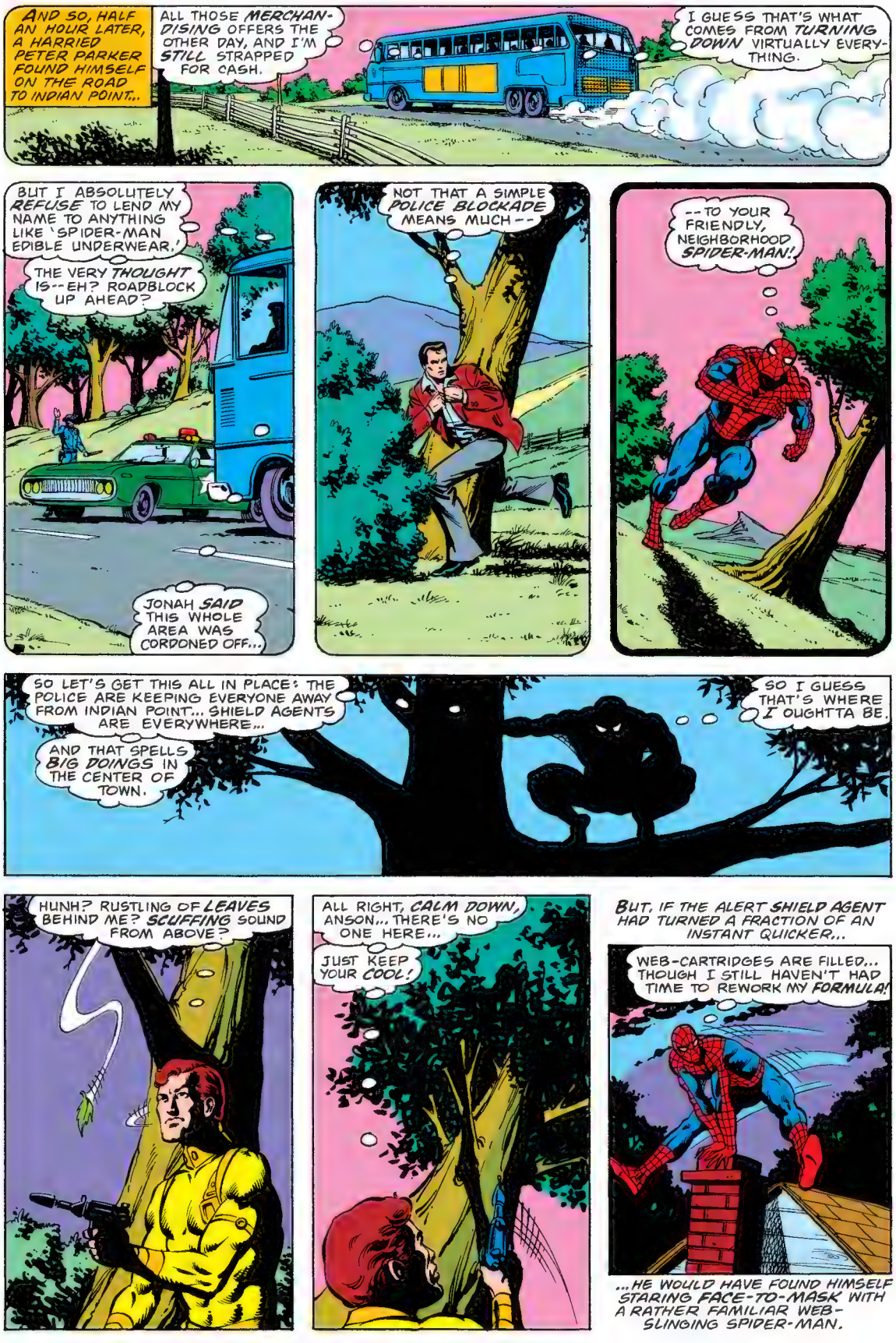
MARV WOLFMAN & JIM STARLIN SCRIPT/EDIT-CO-PLOTTERS-LAYOUTS | BOB McLEOD FINISHES | A. KAWECKI, LETTERS MICHELE W., COLORS | JIM SHOOTER CONSULTING EDITOR

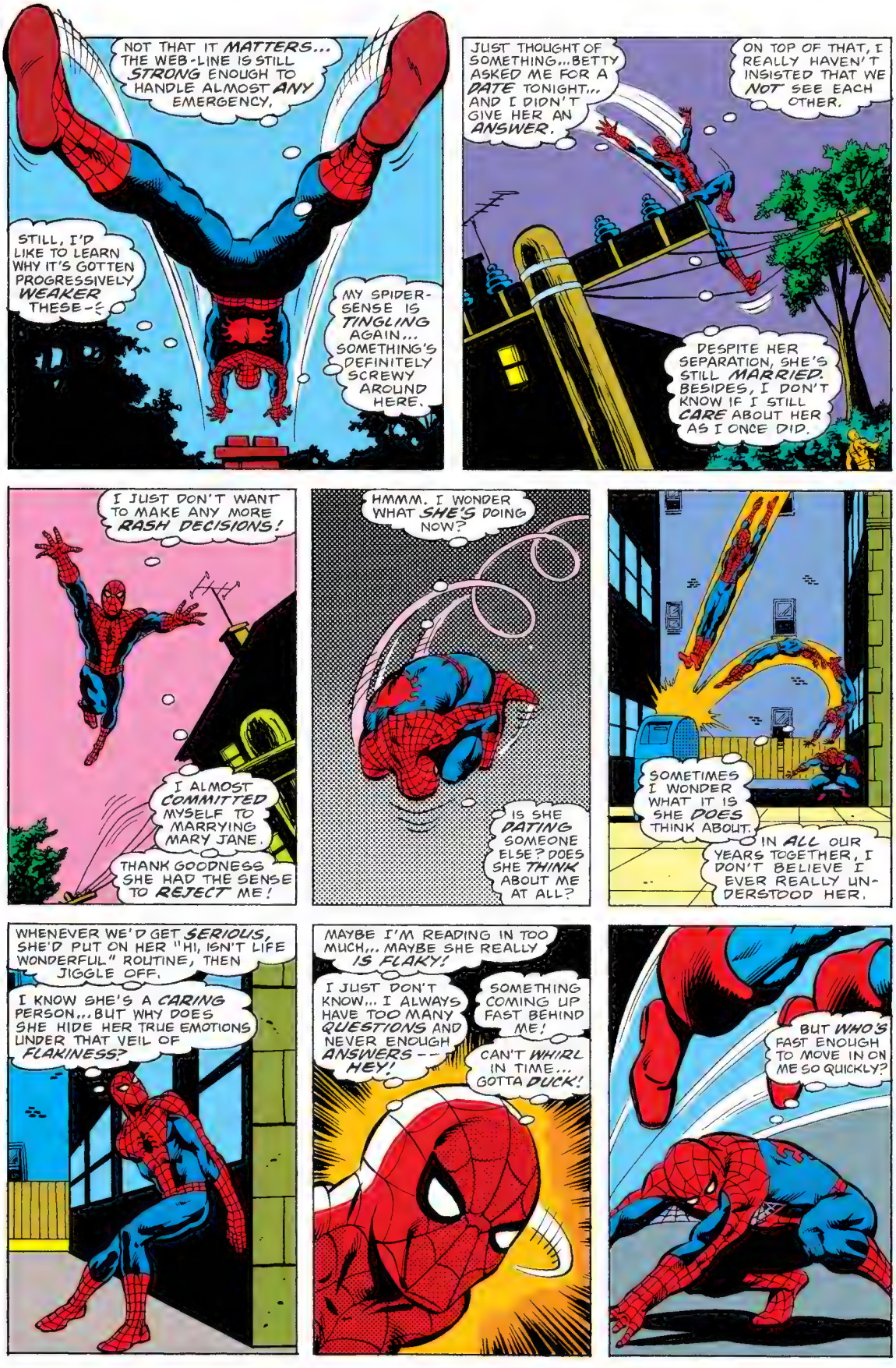
THE POWER OF ELECTRO!


SO WHAT HAVE WE NOW?
1: SPIDEY'S BEEN CLEARED OF ALL CHARGES AGAINST HIM.
2: HE'S NOW A HERO TO ALMOST EVERYONE... EXCEPTING, OF COURSE, A CERTAIN BRISTLY-HAIRED NEWSPAPER PUBLISHER.
3: AND, FOR PERHAPS THE FIRST TIME IN HIS HECTIC LIFE, PRETTY MUCH NOBODY IS OUT TO SQUASH HIM.
SO EXPLAIN WHY OUR WEB-WEAVING WONDER IS STILL A PICNIC GROUND FOR PARANOIA.
NONE OF THIS MAKES ANY SENSE!
YET, MY SPIDER-SENSE IS BUZZING AWAY LIKE A RUSTY ALARM CLOCK!


THE AREA AROUND THE INDIAN POINT POWER STATION'S BEEN CORDONED OFF.
THEY'RE NOT EVEN LETTING IN MOSQUITOS WITHOUT PROPER IDENTIFICATION.
AND YOU CAN TRIP OVER ALL THE SHIELD AGENTS PATROLLING THIS PLACE.
WELL, SINCE I'M NOT ABOUT TO LET THOSE TWO-BIT JAMES BONDS GET THE BEAD ON ME...
...I'LL STICK TO THE SHADOWS, THANK YOU.
MAYBE IT WASN'T SUCH A GOOD IDEA COMING UP HERE.
IF I DIDN'T NEED THE MONEY, I WOULD'VE TOLD JAMESON WHERE TO STICK THIS ASSIGNMENT.
SPIDER-MAN'S THOUGHTS DRIFT TO A FEW HOURS AGO AND THE OFFICES OF THE DAILY BUGLE...
SO HOW'S JAMESON TAKING THIS SPIDER-MAN BUSINESS?
I BET HE HIT THE ROOF WHEN DISTRICT ATTORNEY TOWER CLEARED SPIDEY.
LET ME PUT IT THIS WAY, PETE.
THE LAST TIME JONAH WAS THIS ANGRY--
--WAS WHEN HOOVER LOST THE ELECTION TO ROOSEVELT.
WHEW... THAT BAD, HUH?


I GUESS THIS ISN'T THE BEST TIME TO PLEAD FOR A RAISE.
STRAPPED FOR MONEY AGAIN?
WHAT ELSE? WITH AUNT MAY BEING MOVED TO A NURSING HOME...
...EXPENSES ARE MOUNTING--FAST!
SLAM
YOU CLUMSY OAF! WHY DON'T YOU LOOK WHERE YOU'RE GOING?
WHATTAYA MEAN ME? WHY DON'T YOU LOOK WHERE YOU'RE GOING!
AWRIGHT! AWRIGHT! CAN THE NOISE! IS THIS AN OFFICE OR A PLAYGROUND?
YOU, RABINOWITZ, GET IN HERE. I'VE BEEN WAITING FOR YOUR REPORT.
WELL, WELL? C'MON! I'M A BUSY MAN!
WE DON'T JUST REPORT THE NEWS HERE. WE MAKE IT.
SORRY, MR. JAMESON... BUT I'VE LEARNED ABSOLUTELY NOTHING!
THERE ARE NO PRESS RELEASES. INFO'S TIGHTER THAN A MISER'S WALLET!
BAH! JUST WHAT I NEED--HOMILIES INSTEAD OF FACTS!
WON'T TALK TO REPORTERS, EH? WE'LL SEE ABOUT THAT!
WHO SHOULD I SEND? CONOVER? NO, HE'S ON THE "MCHEDRON" STORY. LESSMAN? BLAST! HE'S COVERING THE PET SHOW!
PARKER? WHAT ARE YOU DOING HERE?
THEY CLOSE ALL THE SCHOOL YARDS?
JUST WANTED TO ASK FOR A RAISE, MR. JAMESON. THINGS ARE GETTING A LITTLE TIGHT, AND...
SAY NO MORE, M' BOY. I HAVE A LITTLE JOB FOR YOU.
JUST GET ME A FEW PICTURES AND WE'LL TALK ABOUT THAT RAISE.
HE'LL TALK, AND I'LL SAY "NO!"
ALL RIGHT, JONAH. YOU'VE GOT A DEAL!
BUT WHEN I GET BACK, WE'LL HAVE THAT DISCUSSION?
OF COURSE, PARKER. I SAID WE WOULD. DIDN'T I--?
SUCKER!


AND SO, HALF AN HOUR LATER, A HARRIED PETER PARKER FOUND HIMSELF ON THE ROAD TO INDIAN POINT...
ALL THOSE MERCHANDISING OFFERS THE OTHER DAY, AND I'M STILL STRAPPED FOR CASH.
I GUESS THAT'S WHAT COMES FROM TURNING DOWN VIRTUALLY EVERYTHING.
BUT I ABSOLUTELY REFUSE TO LEND MY NAME TO ANYTHING LIKE 'SPIDER-MAN EDIBLE UNDERWEAR.'
THE VERY THOUGHT IS--EH? ROADBLOCK UP AHEAD?
JONAH SAID THIS WHOLE AREA WAS CORDONED OFF...
NOT THAT A SIMPLE POLICE BLOCKADE MEANS MUCH--
--TO YOUR FRIENDLY, NEIGHBORHOOD SPIDER-MAN!
SO LET'S GET THIS ALL IN PLACE: THE POLICE ARE KEEPING EVERYONE AWAY FROM INDIAN POINT... SHIELD AGENTS ARE EVERYWHERE...
AND THAT SPELLS BIG DOINGS IN THE CENTER OF TOWN.
SO I GUESS THAT'S WHERE I OUGHTTA BE.
HUNH? RUSTLING OF LEAVES BEHIND ME? SCUFFING SOUND FROM ABOVE?
ALL RIGHT, CALM DOWN, ANSON... THERE'S NO ONE HERE...
JUST KEEP YOUR COOL!
BUT, IF THE ALERT SHIELD AGENT HAD TURNED A FRACTION OF AN INSTANT QUICKER...
WEB-CARTRIDGES ARE FILLED... THOUGH I STILL HAVEN'T HAD TIME TO REWORK MY FORMULA!
...HE WOULD HAVE FOUND HIMSELF STARING FACE-TO-MASK WITH A RATHER FAMILIAR WEB-SLINGING SPIDER-MAN.


NOT THAT IT MATTERS... THE WEB-LINE IS STILL STRONG ENOUGH TO HANDLE ALMOST ANY EMERGENCY.
STILL, I'D LIKE TO LEARN WHY IT'S GOTTEN PROGRESSIVELY WEAKER THESE--
MY SPIDER-SENSE IS TINGLING AGAIN... SOMETHING'S DEFINITELY SCREWY AROUND HERE.
JUST THOUGHT OF SOMETHING...BETTY ASKED ME FOR A DATE TONIGHT... AND I DIDN'T GIVE HER AN ANSWER.
ON TOP OF THAT, I REALLY HAVEN'T INSISTED THAT WE NOT SEE EACH OTHER.
DESPITE HER SEPARATION, SHE'S STILL MARRIED. BESIDES, I DON'T KNOW IF I STILL CARE ABOUT HER AS I ONCE DID.
I JUST DON'T WANT TO MAKE ANY MORE RASH DECISIONS!
I ALMOST COMMITTED MYSELF TO MARRYING MARY JANE.
THANK GOODNESS SHE HAD THE SENSE TO REJECT ME!
HMMM. I WONDER WHAT SHE'S DOING NOW?
IS SHE DATING SOMEONE ELSE? DOES SHE THINK ABOUT ME AT ALL?
SOMETIMES I WONDER WHAT IT IS SHE DOES THINK ABOUT.
IN ALL OUR YEARS TOGETHER, I DON'T BELIEVE I EVER REALLY UNDERSTOOD HER.
WHENEVER WE'D GET SERIOUS, SHE'D PUT ON HER "HI, ISN'T LIFE WONDERFUL" ROUTINE, THEN JIGGLE OFF.
I KNOW SHE'S A CARING PERSON... BUT WHY DOES SHE HIDE HER TRUE EMOTIONS UNDER THAT VEIL OF FLAKINESS?
MAYBE I'M READING IN TOO MUCH... MAYBE SHE REALLY IS FLAKY!
I JUST DON'T KNOW... I ALWAYS HAVE TOO MANY QUESTIONS AND NEVER ENOUGH ANSWERS -- HEY!
SOMETHING COMING UP FAST BEHIND ME!
CAN'T WHIRL IN TIME... GOTTA DUCK!
BUT WHO'S FAST ENOUGH TO MOVE IN ON ME SO QUICKLY?

I DON'T BELIEVE IT--CAPTAIN AMERICA?!!
MAYBE NOW I CAN GET SOME ANSWERS.
MAYBE NOT...HE DOESN'T LOOK PARTICULARLY PLEASED.
DIDN'T YOU SEE THE POSTED SIGNS, SPIDER-MAN?
YOU'RE NOT SUPPOSED TO BE HERE.
NOT YOU, TOO.

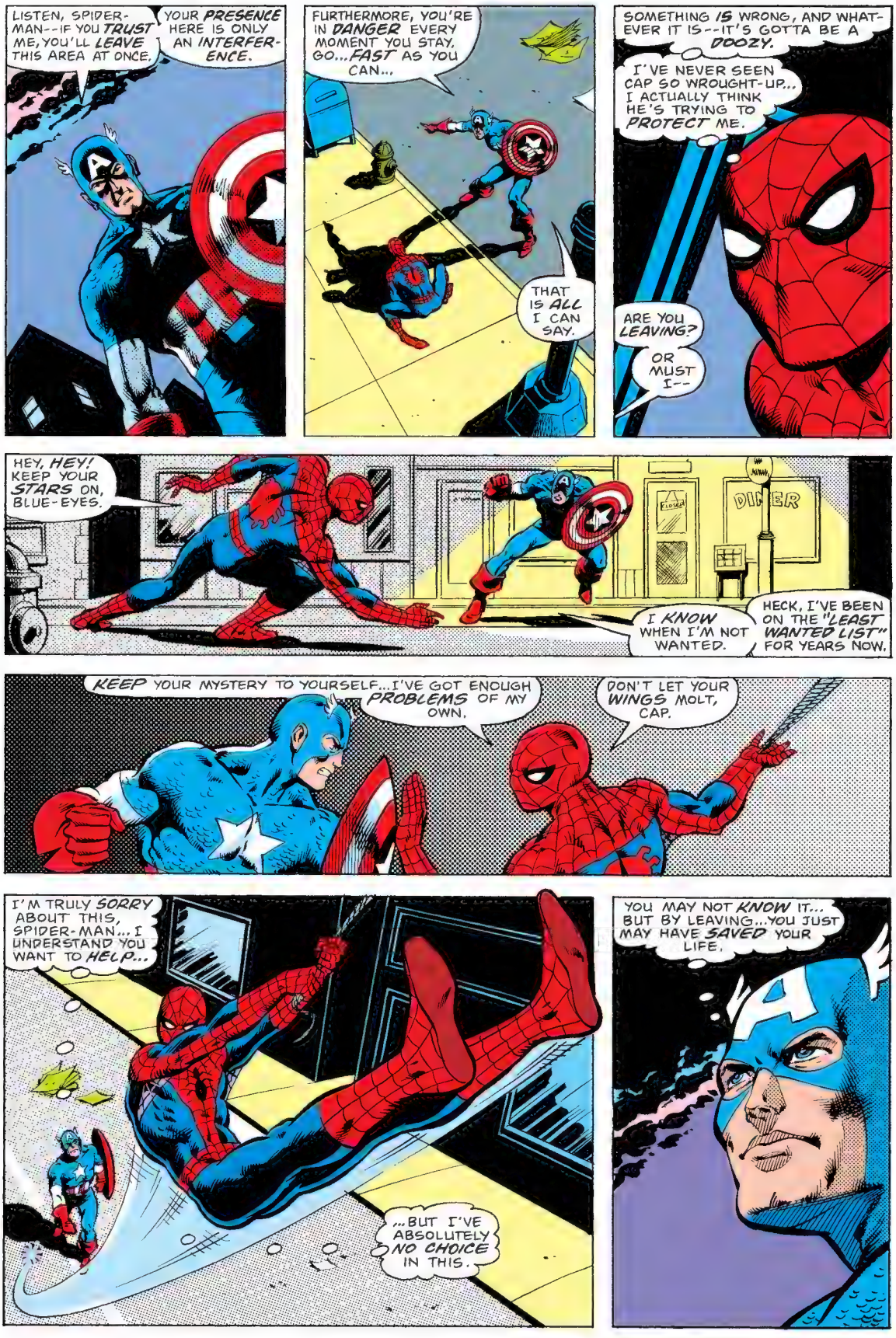
WHAT IS THIS--? A CONSPIRACY? C'MON, WHAT GIVES HERE?
WHAT IF I PROMISE ON THE SUPER-HERO ETHICS BOOK NOT TO TELL?
I ASKED YOU TO QUIETLY LEAVE. DON'T FORCE ME TO REMOVE YOU!

C'MON, WING-HEAD. GET OFF YOUR HIGH HORSE. THIS ISN'T YOUR EVERYDAY JOE ASKING QUESTIONS...
YOU KNOW ME...WE'VE FOUGHT ALONGSIDE EACH OTHER.
I'VE TOLD YOU MORE THAN I'M PERMITTED TO.

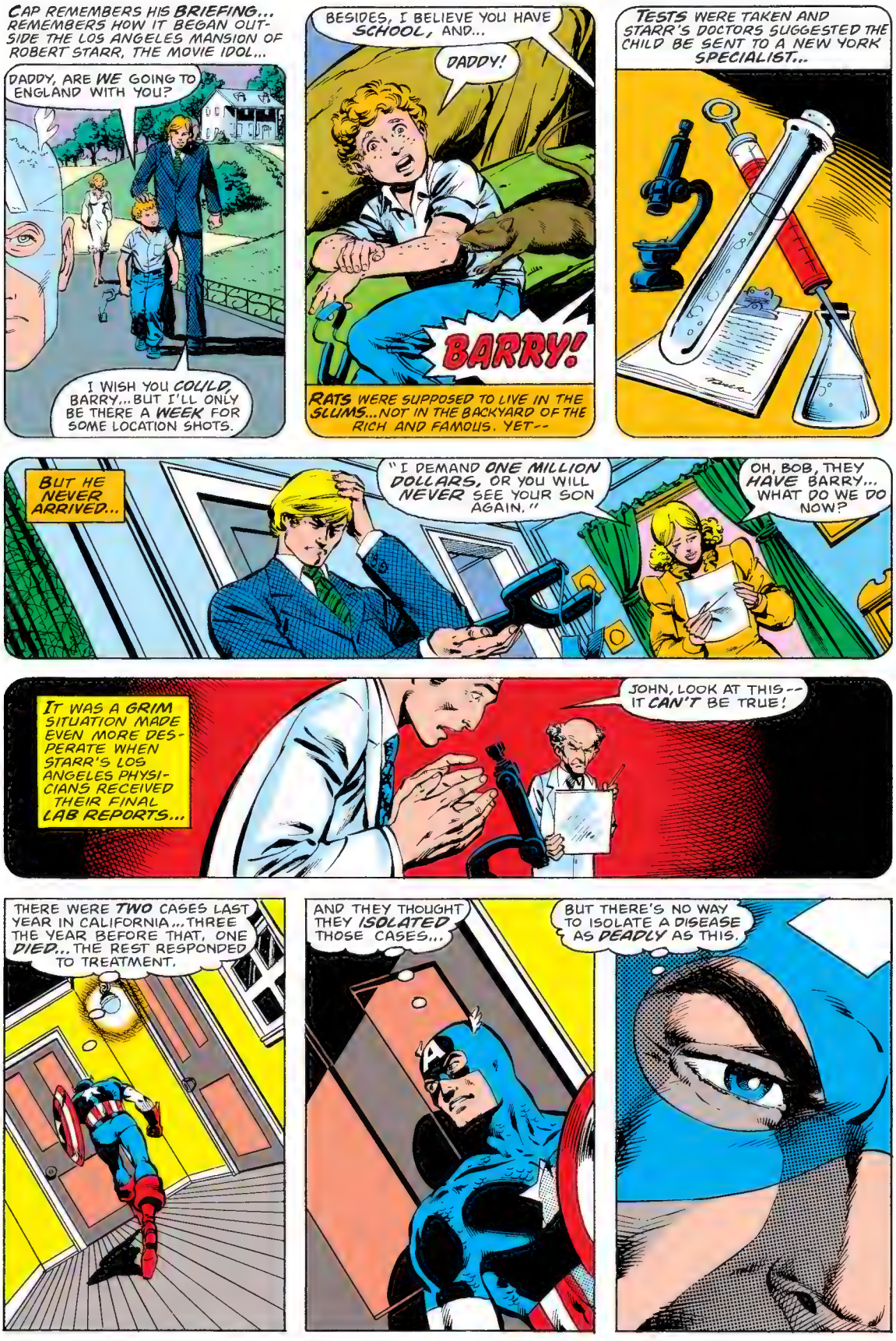
NOW GO--BEAT IT!
YOU'VE BLOWN IT, CAP...

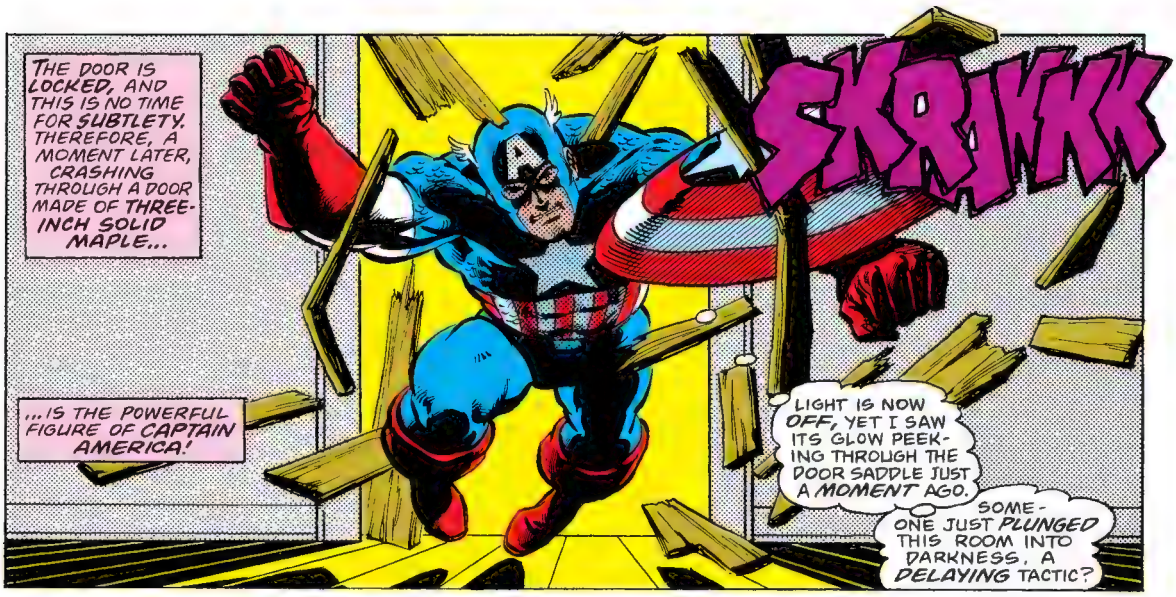
I'VE BEEN PUSHED AROUND TOO MUCH THESE PAST YEARS!
NOW NOT EVEN YOU'RE GONNA SHOVE ME ASIDE WITHOUT SO MUCH AS AN EXPLANATION!

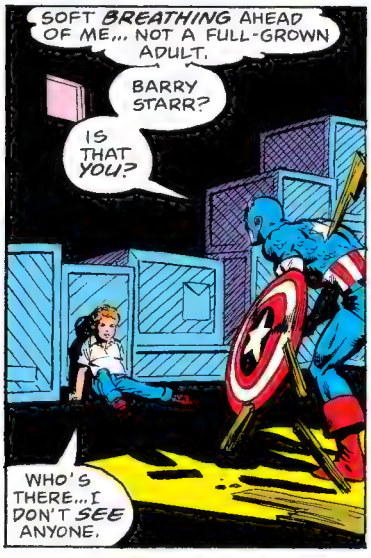
CAPTAIN AMERICA STANDS FAST... HIS JAW FIRM, HIS EYES RESOLUTE. THAT SPIDER-MAN IS STRONGER THAN HE MEANS NOTHING TO THE STAR-SPANGLED AVENGER.
HE HAS FOUGHT OTHER FOES MORE POWERFUL...AND ALWAYS BEFORE HAS THE LIVING LEGEND OF WORLD WAR TWO BEEN VICTORIOUS!
KLANG!
I WANNA KNOW WHAT'S GOING DOWN HERE, CAP...
AND I MEAN TO FIND OUT--EVEN IF I HAVE TO TEAR THE INFO RIGHT OUT OF YOU!
SKRONK
I SAID NO, WEB-SLINGER.
AND CAPTAIN AMERICA MEANS WHAT HE SAYS!
OBOY... THAT SHOULD TEACH ME TO KEEP MY GUARD UP!
WOTTA YA KEEP IN THOSE GLOVES, CAP--?
PINT-SIZED A-BOMBS?

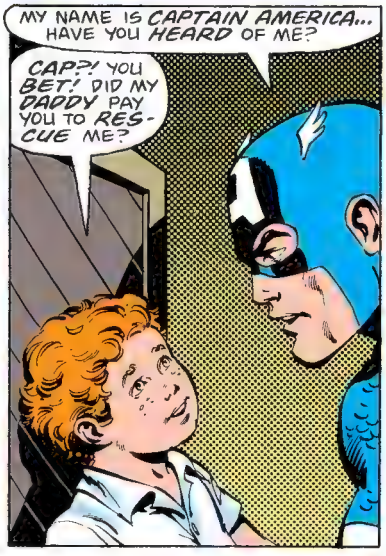

LISTEN, SPIDER-MAN--IF YOU TRUST ME, YOU'LL LEAVE THIS AREA AT ONCE.
YOUR PRESENCE HERE IS ONLY AN INTERFERENCE.
FURTHERMORE, YOU'RE IN DANGER EVERY MOMENT YOU STAY, GO...FAST AS YOU CAN...
THAT IS ALL I CAN SAY.
SOMETHING IS WRONG, AND WHATEVER IT IS--IT'S GOTTA BE A DOOZY.
I'VE NEVER SEEN CAP SO WROUGHT-UP... I ACTUALLY THINK HE'S TRYING TO PROTECT ME.
ARE YOU LEAVING?
OR MUST I--
HEY, HEY! KEEP YOUR STARS ON, BLUE-EYES.
I KNOW WHEN I'M NOT WANTED.
HECK, I'VE BEEN ON THE "LEAST WANTED LIST" FOR YEARS NOW.
KEEP YOUR MYSTERY TO YOURSELF...I'VE GOT ENOUGH PROBLEMS OF MY OWN.
DON'T LET YOUR WINGS MOLT, CAP.
I'M TRULY SORRY ABOUT THIS, SPIDER-MAN... I UNDERSTAND YOU WANT TO HELP...
...BUT I'VE ABSOLUTELY NO CHOICE IN THIS.
YOU MAY NOT KNOW IT... BUT BY LEAVING...YOU JUST MAY HAVE SAVED YOUR LIFE.

THIS OPERATION MUST BE KEPT TOP SECRET. IF EVEN A WORD ABOUT THIS LEAKED OUT--
--IT COULD CREATE PANIC--EVERY-WHERE!
AMERICA TO SHIELD...ALL IS NOW CLEAR. ANY SIGN?
NO LUCK, CAP, ONLY PLACE STILL UNCHECKED IS THE POWER PLANT ON THE HILL.
I'LL COVER IT, GUYS...WISH ME LUCK.
IF I FAIL... I MAY NOT RETURN!
SHOWING LITTLE CONCERN FOR PERSONAL SAFETY, HE RACES AHEAD...
...KNOWING FULL WELL HE MAY HAVE TO SACRIFICE HIMSELF THAT OTHERS MAY LIVE.
BAKERY
STOP
CLOSED
FOR MORE THAN THIRTY YEARS, HE HAS PUT HIS LIFE ON THE LINE TIME AND TIME AGAIN...
HE IS CAPTAIN AMERICA.
AND THERE IS NO BETTER.
DOOR'S MELTED THROUGH...HE'S HERE!
THIS HAS TO BE DONE PERFECTLY...OR THE CHILD MAY BE HURT.
YET THERE'S NO TIME TO LOSE...OR HE WILL DIE!

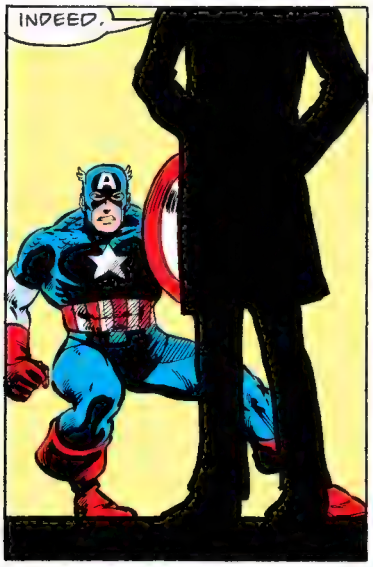

CAP REMEMBERS HIS BRIEFING... REMEMBERS HOW IT BEGAN OUTSIDE THE LOS ANGELES MANSION OF ROBERT STARR, THE MOVIE IDOL...
DADDY, ARE WE GOING TO ENGLAND WITH YOU?
I WISH YOU COULD, BARRY... BUT I'LL ONLY BE THERE A WEEK FOR SOME LOCATION SHOTS.
BESIDES, I BELIEVE YOU HAVE SCHOOL, AND...
DADDY!
BARRY!
RATS WERE SUPPOSED TO LIVE IN THE SLUMS... NOT IN THE BACKYARD OF THE RICH AND FAMOUS. YET--
TESTS WERE TAKEN AND STARR'S DOCTORS SUGGESTED THE CHILD BE SENT TO A NEW YORK SPECIALIST...
BUT HE NEVER ARRIVED...
"I DEMAND ONE MILLION DOLLARS, OR YOU WILL NEVER SEE YOUR SON AGAIN."
OH, BOB, THEY HAVE BARRY... WHAT DO WE DO NOW?
IT WAS A GRIM SITUATION MADE EVEN MORE DESPERATE WHEN STARR'S LOS ANGELES PHYSICIANS RECEIVED THEIR FINAL LAB REPORTS...
JOHN, LOOK AT THIS-- IT CAN'T BE TRUE!
THERE WERE TWO CASES LAST YEAR IN CALIFORNIA... THREE THE YEAR BEFORE THAT, ONE DIED... THE REST RESPONDED TO TREATMENT.
AND THEY THOUGHT THEY ISOLATED THOSE CASES...
BUT THERE'S NO WAY TO ISOLATE A DISEASE AS DEADLY AS THIS.


THE DOOR IS LOCKED, AND THIS IS NO TIME FOR SUBTLETY. THEREFORE, A MOMENT LATER, CRASHING THROUGH A DOOR MADE OF THREE-INCH SOLID MAPLE...
SKRAKK
...IS THE POWERFUL FIGURE OF CAPTAIN AMERICA!
LIGHT IS NOW OFF, YET I SAW ITS GLOW PEEKING THROUGH THE DOOR SADDLE JUST A MOMENT AGO.
SOMEONE JUST PLUNGED THIS ROOM INTO DARKNESS, A DELAYING TACTIC?

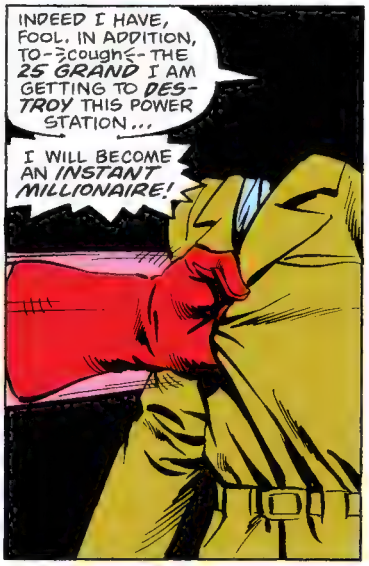

SOFT BREATHING AHEAD OF ME... NOT A FULL-GROWN ADULT.
BARRY STARR?
IS THAT YOU?
WHO'S THERE... I DON'T SEE ANYONE.


MY NAME IS CAPTAIN AMERICA... HAVE YOU HEARD OF ME?
CAP?! YOU BET! DID MY DADDY PAY YOU TO RESCUE ME?

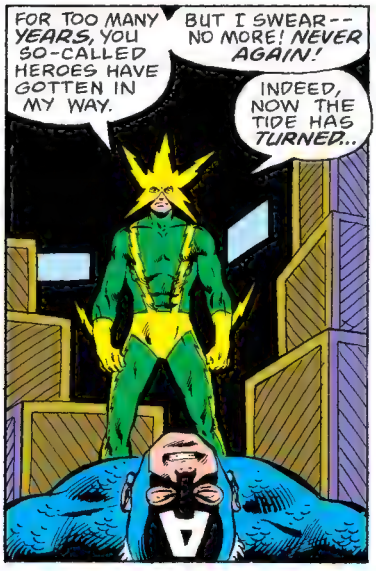
UNDOUBTEDLY, YOUNGSTER, THOUGH IT--<cough> WAS A FRUITLESS ATTEMPT.
HE SHALL NOT LIVE LONG ENOUGH TO CELEBRATE HIS SUCCESS!
OUR MYSTERIOUS KIDNAPPER, I SUPPOSE?


INDEED.

NOT MY STANDARD OPERATING--<cough>-PROCEDURE, BUT AN EASY WAY TO GET SOME POCKET CHANGE!
THIS IS ALL FOR MONEY?
YOU MANIAC!!! DO YOU REALIZE WHAT YOUR MISERABLE GREED HAS DONE?

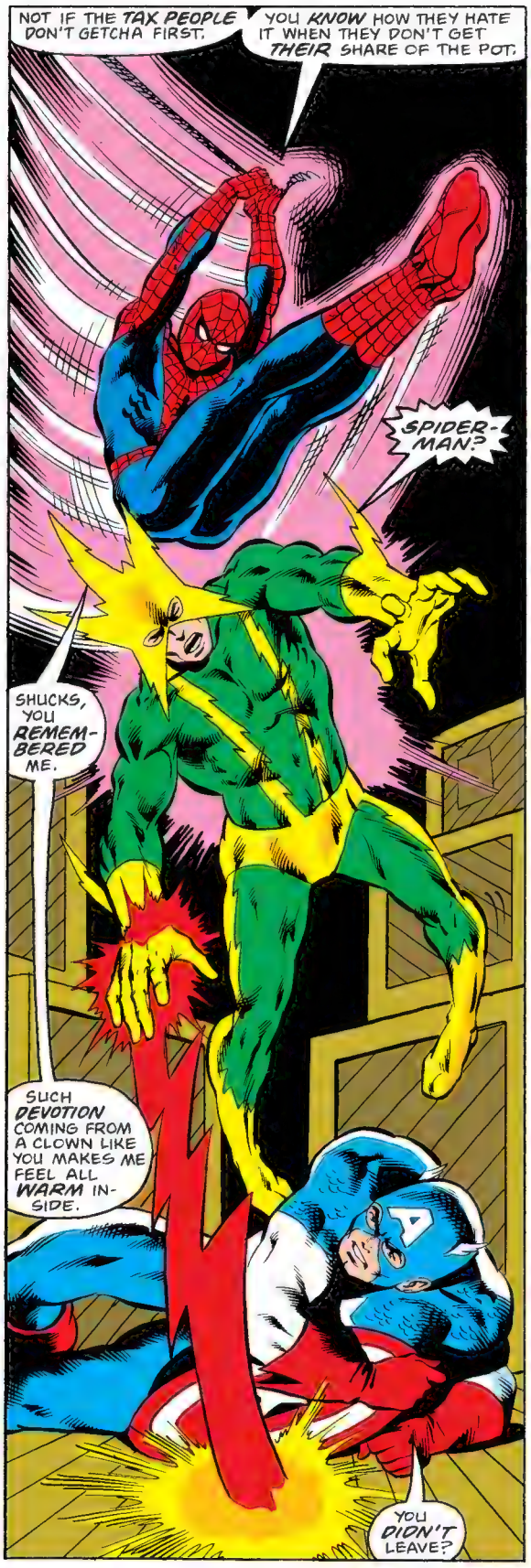

INDEED I HAVE, FOOL. IN ADDITION, TO-<cough>- THE 25 GRAND I AM GETTING TO DESTROY THIS POWER STATION...
I WILL BECOME AN INSTANT MILLIONAIRE!

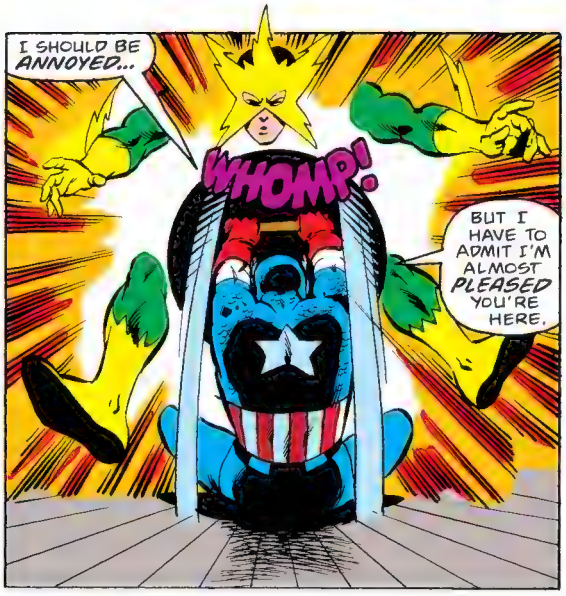
WHILE YOU HAVE MADE THE DEADLY MISTAKE OF GRABBING ELECTRO--THE LIVING DYNAMO!
UNGGHHH!
ZWHAT

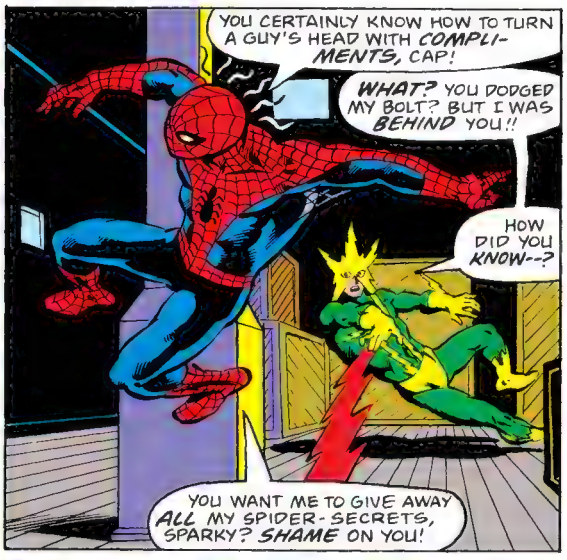

FOR TOO MANY YEARS, YOU SO-CALLED HEROES HAVE GOTTEN IN MY WAY.
BUT I SWEAR--NO MORE! NEVER AGAIN!
INDEED, NOW THE TIDE HAS TURNED..

NOW IT IS ELECTRO'S TURN TO EMBRACE SUCCESS.
ONCE I AM DONE WITH YOU, I SHALL CLAIM THE MILLION-DOLLAR RANSOM...

RID MYSELF OF THIS POWER STATION AND THEN RETIRE... WITH THE SWEET FRUIT OF VICTORY.
I SHALL LIVE IN A MANNER FIT FOR A TRUE KING OF CRIME!

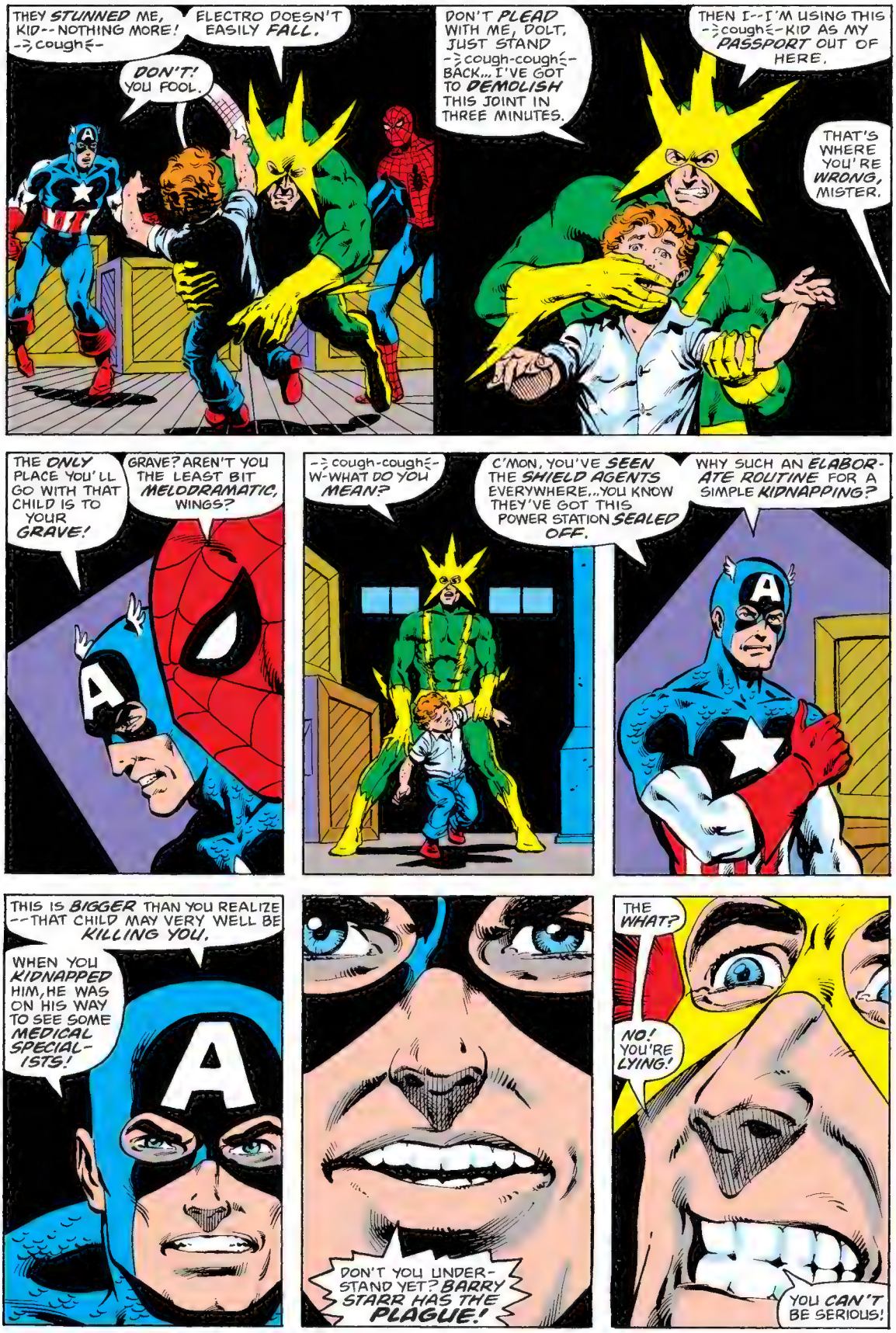

NOT IF THE TAX PEOPLE DON'T GETCHA FIRST.
YOU KNOW HOW THEY HATE IT WHEN THEY DON'T GET THEIR SHARE OF THE POT.
SPIDER-MAN?
SHUCKS, YOU REMEMBERED ME.
SUCH DEVOTION COMING FROM A CLOWN LIKE YOU MAKES ME FEEL ALL WARM INSIDE.
YOU DIDN'T LEAVE?


I SHOULD BE ANNOYED...
WHOMP!
BUT I HAVE TO ADMIT I'M ALMOST PLEASED YOU'RE HERE.

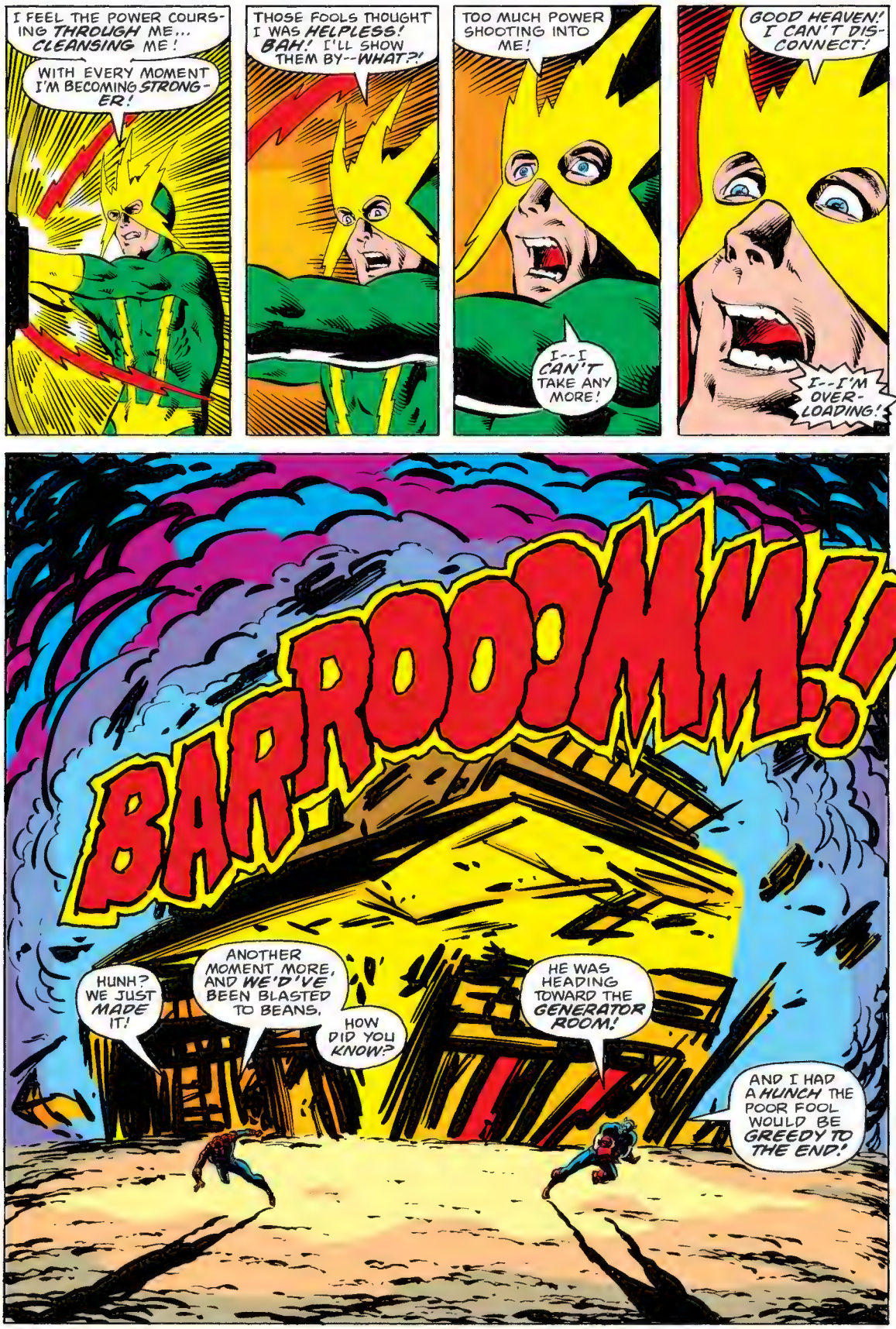

YOU CERTAINLY KNOW HOW TO TURN A GUY'S HEAD WITH COMPLIMENTS, CAP!
WHAT? YOU DODGED MY BOLT? BUT I WAS BEHIND YOU!!
HOW DID YOU KNOW--?
YOU WANT ME TO GIVE AWAY ALL MY SPIDER-SECRETS, SPARKY? SHAME ON YOU!

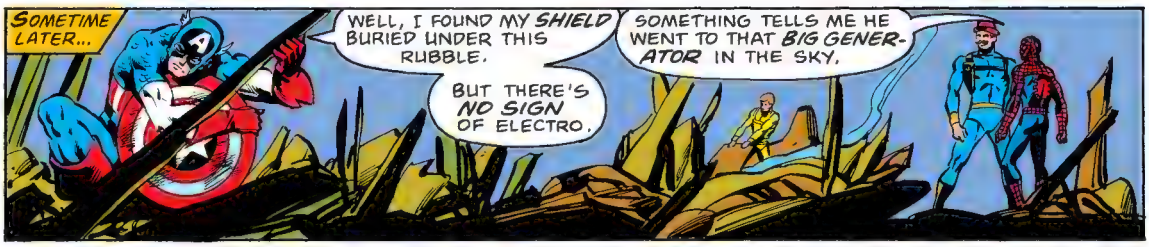
BAH! ONE WAY OR ANOTHER, I'LL FRY YOU BOTH!
GIVE UP, ELECTRO!
YOU CAN'T ESCAPE A MAN WHOSE VERY TOUCH MEANS INSTANT ELECTRICAL OBLITERATION!

"GIVE UP?" IS THAT HOW YOU GET THESE WHOOPIE-DO BAD-GUYS TO SURRENDER?
THWIP
AND ALL THIS TIME I'VE BEEN WASTING WITTICISMS AND WEB-FLUID IN FIGHTING THESE CLOWNS.
IF ONLY I HAD KNOWN CRIME-BUSTING WAS SO SIMPLE! SHEESH!
DON'T JOKE, SPIDER-MAN--ELECTRO HAS TO BE STOPPED--IMMEDIATELY!
WHY THE RUSH, WINGS? YOUR CAR PARKED OVER-TIME?
SPONG!
I'LL EXPLAIN AFTERWARDS.
NOW, WHILE HE'S STILL STUNNED!
STAND 'EM UP, SMASH 'EM DOWN!
WE MAKE A GREAT TEAM, CAP! LIKE ABBOTT AND COSTELLO!
SPOK!
HURRY, CALL FOR THE MEDICS--
HUNH?
YOU DID IT! YOU FLATTENED THAT CREEP! WOW!!
YOU'LL NEED AN INNOCULA-TION, TOO.

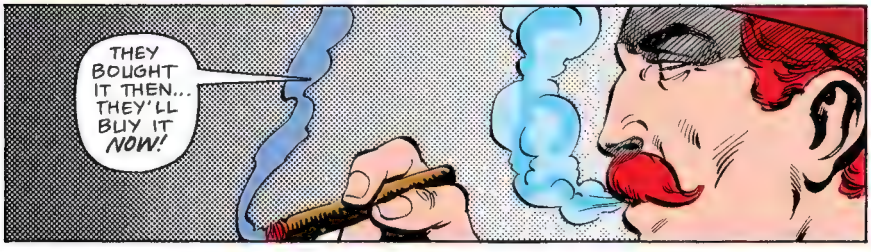

THEY STUNNED ME, KID--NOTHING MORE! -cough-
ELECTRO DOESN'T EASILY FALL.
DON'T! YOU FOOL.
DON'T PLEAD WITH ME, DOLT, JUST STAND -cough-cough- BACK... I'VE GOT TO DEMOLISH THIS JOINT IN THREE MINUTES.
THEN I--I'M USING THIS -cough- KID AS MY PASSPORT OUT OF HERE.
THAT'S WHERE YOU'RE WRONG, MISTER.
THE ONLY PLACE YOU'LL GO WITH THAT CHILD IS TO YOUR GRAVE!
GRAVE? AREN'T YOU THE LEAST BIT MELODRAMATIC, WINGS?
-cough-cough- W-WHAT DO YOU MEAN?
C'MON, YOU'VE SEEN THE SHIELD AGENTS EVERYWHERE... YOU KNOW THEY'VE GOT THIS POWER STATION SEALED OFF.
WHY SUCH AN ELABORATE ROUTINE FOR A SIMPLE KIDNAPPING?
THIS IS BIGGER THAN YOU REALIZE --THAT CHILD MAY VERY WELL BE KILLING YOU.
WHEN YOU KIDNAPPED HIM, HE WAS ON HIS WAY TO SEE SOME MEDICAL SPECIALISTS!
DON'T YOU UNDERSTAND YET? BARRY STARR HAS THE PLAGUE!
THE WHAT?
NO! YOU'RE LYING!
YOU CAN'T BE SERIOUS!

CAN'T I?
WOW! NOW IT ALL MAKES SENSE! THAT'S WHY YOU DIDN'T WANT ME HANGING AROUND.
SO, SURE AS SHOOTING, SPIDEY BLUNDERS RIGHT ON IN.
THE P-PLAGUE? OH, MY SWEET HEAVEN -cough-cough-!
YOU AREN'T LYING? IT'S TRUE!
AGGGHH! GET AWAY FROM ME, YOU LITTLE TWERP!
GET AWAY!
NO! I WON'T LET THAT HAPPEN!
ZAK
I WON'T DIE-- NOT BECAUSE OF THAT!!
FORGET HIM, SPIDER-MAN, I'VE GOT BARRY. LET'S GET OUT OF HERE FAST!
BUT HE'S RUNNING!
IT'S ALL MY FAULT! I SHOULD HAVE BEEN CONTENT WITH THE $25,000 TO DESTROY THIS PLACE.
BUT NO-- I WANTED MORE!
THE CONTROLS! THIS IS WHAT I NEED NOW.
I'VE GOT TO SIPHON THIS STATION'S ELECTRICITY INTO ME!
POW!
IT WILL GIVE ME STRENGTH!
-cough- GIVE ME ENOUGH POWER TO BURN AWAY THE PLAGUE!
ENOUGH POWER TO MAKE ME INVINCIBLE!


I FEEL THE POWER COURSING THROUGH ME... CLEANSING ME!
WITH EVERY MOMENT I'M BECOMING STRONGER!
THOSE FOOLS THOUGHT I WAS HELPLESS! BAH! I'LL SHOW THEM BY--WHAT?!
TOO MUCH POWER SHOOTING INTO ME!
I--I CAN'T TAKE ANY MORE!
GOOD HEAVEN! I CAN'T DISCONNECT!
I--I'M OVERLOADING!
BARROOOMM!!
HUNH? WE JUST MADE IT!
ANOTHER MOMENT MORE, AND WE'D'VE BEEN BLASTED TO BEANS,
HOW DID YOU KNOW?
HE WAS HEADING TOWARD THE GENERATOR ROOM!
AND I HAD A HUNCH THE POOR FOOL WOULD BE GREEDY TO THE END!


SOMETIME LATER...
WELL, I FOUND MY SHIELD BURIED UNDER THIS RUBBLE.
BUT THERE'S NO SIGN OF ELECTRO.
SOMETHING TELLS ME HE WENT TO THAT BIG GENERATOR IN THE SKY.

WE'LL NEED A COVER STORY FOR THE MEDIA. THEY'LL WANT TO KNOW WHAT HAPPENED UP HERE.
HMMMM. WHY DON'T WE TELL 'EM WHAT WE DID LAST BLACKOUT, DURING THE 'GODZILLA' AFFAIR.



QUESTIONS? DON'T WORRY! ALMOST EVERYTHING WILL BE ANSWERED

NEXT ISSUE: MAYHEM BY MOONLIGHT!

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the AMAZING SPIDER-MAN®
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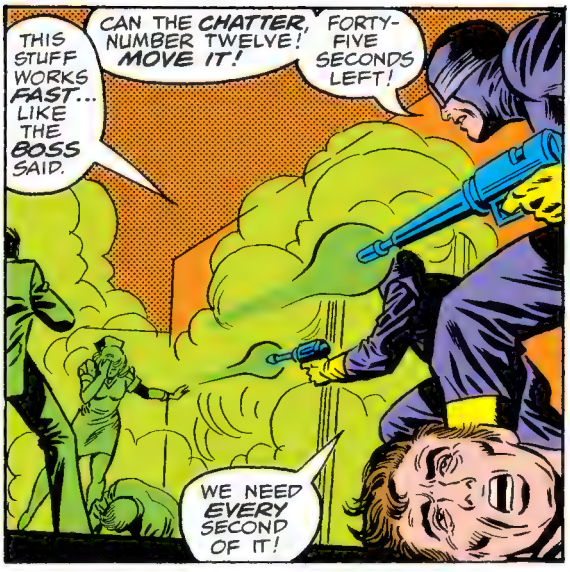
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

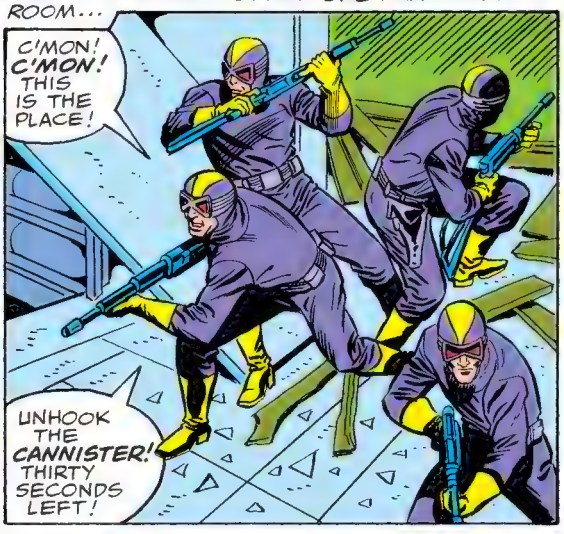
Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

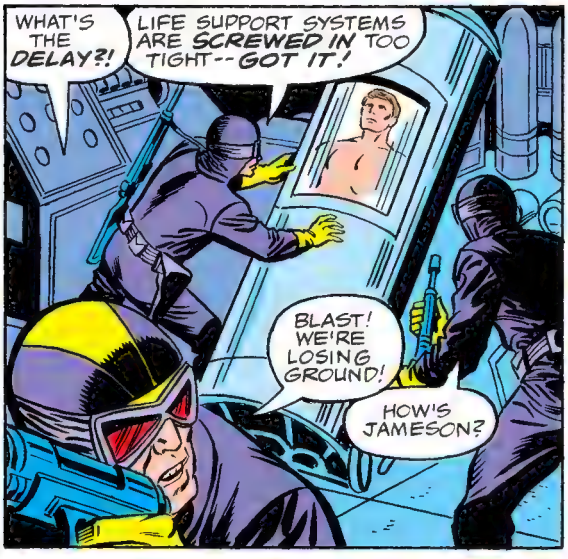
MARV WOLFMAN, WRITER/EDITOR. KEITH POLLARD, LAYOUTS. MIKE ESPOSITO, FINISHES. J.NOVAK, LETTERER. B.SHAREN, COLORIST. JIM SHOOTER, CONSULTING ED.

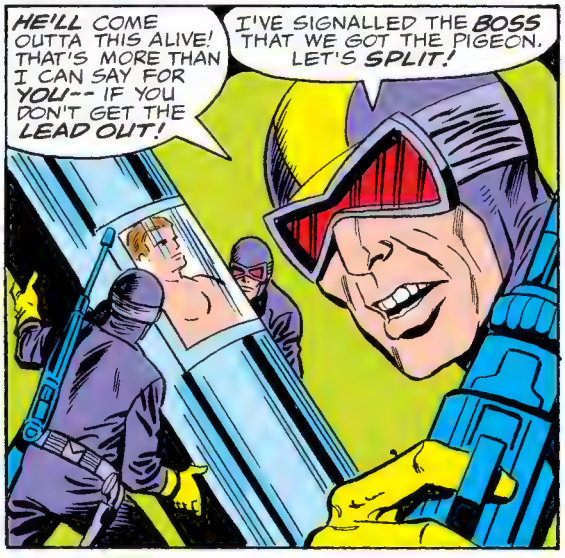
THE JIGSAW IS UP!
LAST ISSUE, WE SAW ELECTRO CREATE A BLACKOUT IN NEW YORK. NOW WE LEARN WHY!
WE PICK UP ON THE EXACT MOMENT DARKNESS STRIKES MANHATTAN... AND AN UPTOWN CRYONICS HOSPITAL...
GAS THESE FOOLS--FAST!
WE HAVE ONLY SIXTY SECONDS BEFORE THE HOSPITAL'S EMERGENCY GENERATOR CUTS IN--AND THE ALARMS GO OFF!
WHO ARE YOU? WHY ARE YOU... CHOKE...
LG 203

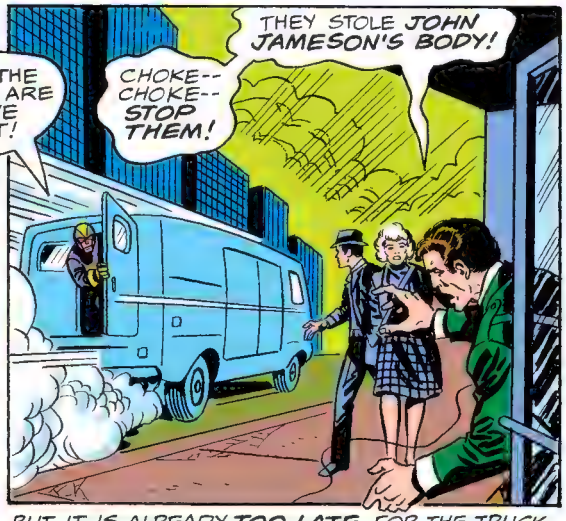

THIS STUFF WORKS FAST... LIKE THE BOSS SAID.
CAN THE CHATTER, NUMBER TWELVE! MOVE IT!
FORTY-FIVE SECONDS LEFT!
WE NEED EVERY SECOND OF IT!

HURRIED FEET RUSH THROUGH THE HOSPITAL-GREEN CORRIDORS TOWARD ONE PARTICULAR ROOM...

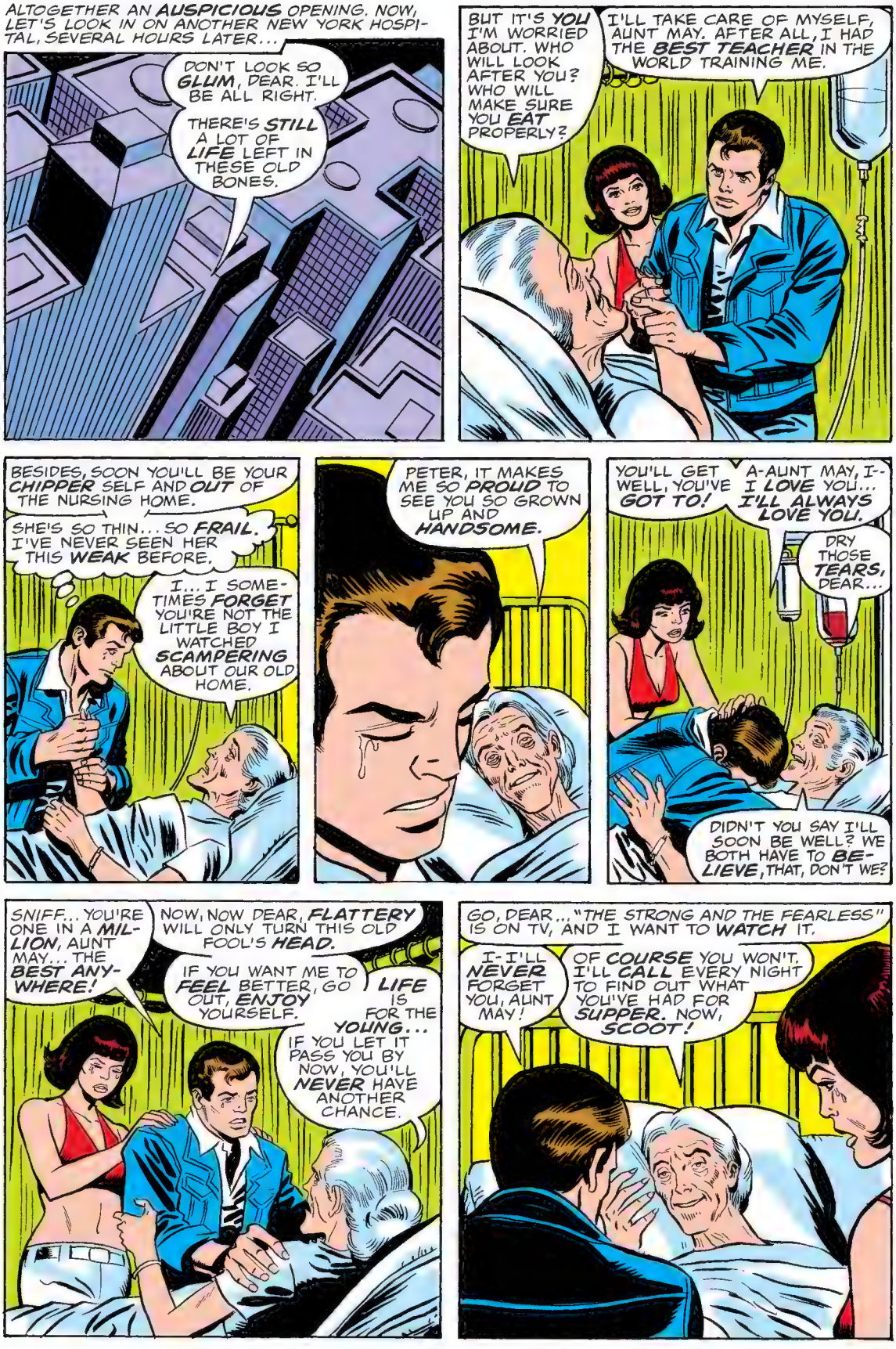





HE'LL COME OUTTA THIS ALIVE! THAT'S MORE THAN I CAN SAY FOR YOU-- IF YOU DON'T GET THE LEAD OUT!
I'VE SIGNALLED THE BOSS THAT WE GOT THE PIGEON. LET'S SPLIT!



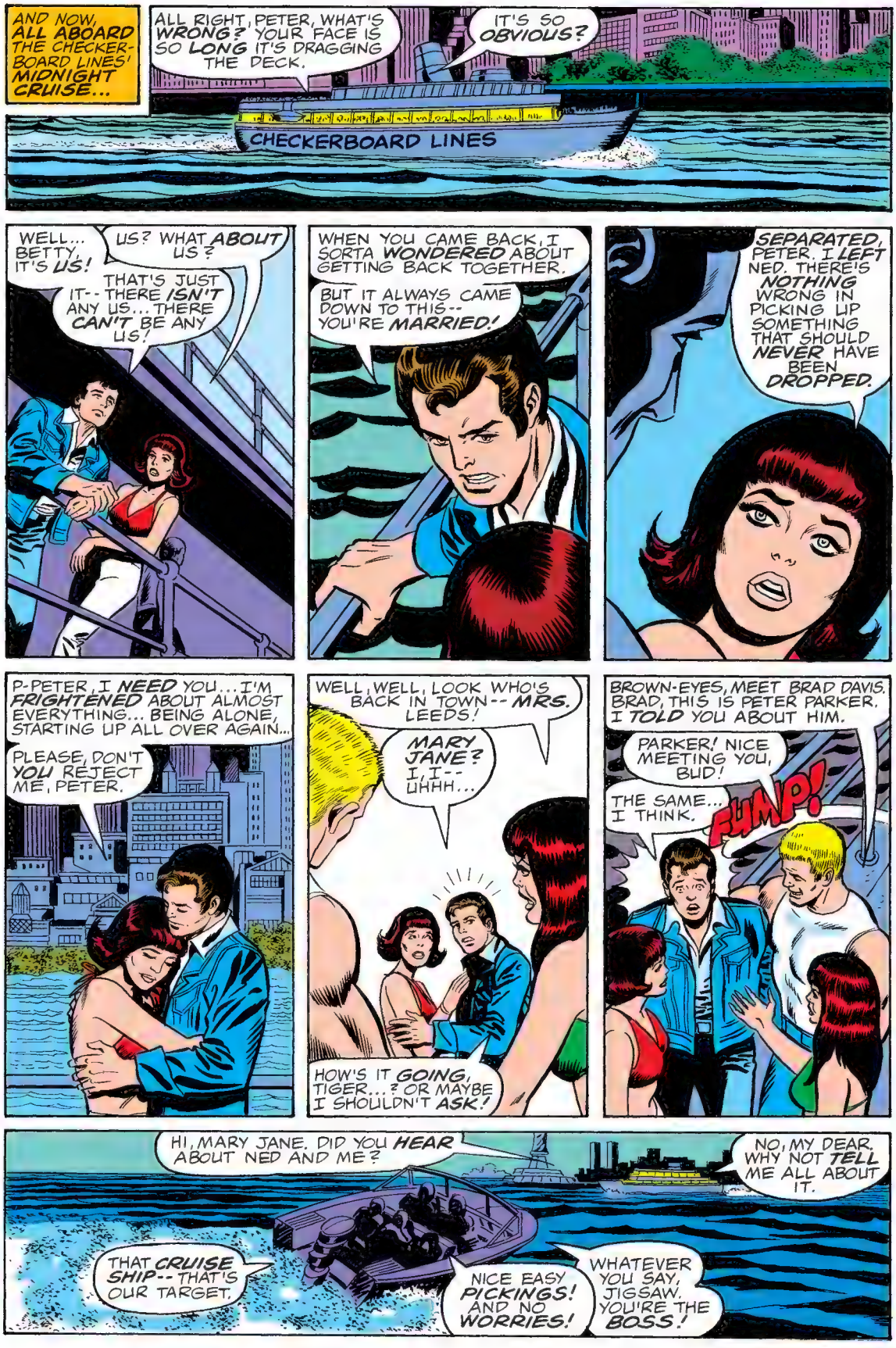
BUT IT IS ALREADY TOO LATE, FOR THE TRUCK TURNS ON TO THE CROSS-BRONX EXPRESS-WAY TOWARD WESTCHESTER...

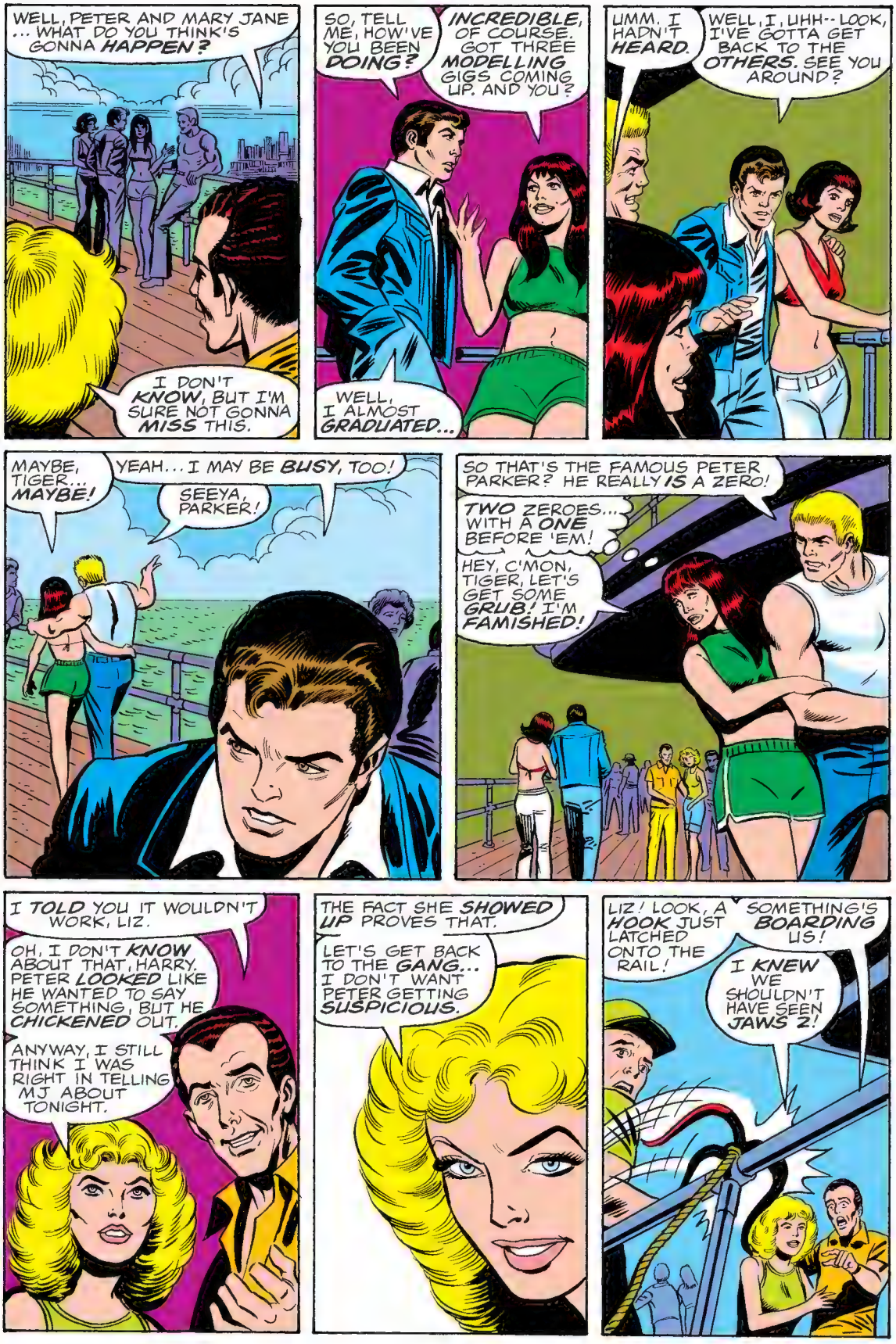

ALTOGETHER AN AUSPICIOUS OPENING. NOW, LET'S LOOK IN ON ANOTHER NEW YORK HOSPITAL, SEVERAL HOURS LATER...
DON'T LOOK SO GLUM, DEAR. I'LL BE ALL RIGHT.
THERE'S STILL A LOT OF LIFE LEFT IN THESE OLD BONES.
BUT IT'S YOU I'M WORRIED ABOUT. WHO WILL LOOK AFTER YOU? WHO WILL MAKE SURE YOU EAT PROPERLY?
I'LL TAKE CARE OF MYSELF, AUNT MAY. AFTER ALL, I HAD THE BEST TEACHER IN THE WORLD TRAINING ME.
BESIDES, SOON YOU'LL BE YOUR CHIPPER SELF AND OUT OF THE NURSING HOME.
SHE'S SO THIN... SO FRAIL. I'VE NEVER SEEN HER THIS WEAK BEFORE.
I... I SOMETIMES FORGET YOU'RE NOT THE LITTLE BOY I WATCHED SCAMPERING ABOUT OUR OLD HOME.
PETER, IT MAKES ME SO PROUD TO SEE YOU SO GROWN UP AND HANDSOME.
YOU'LL GET WELL, YOU'VE GOT TO!
A-AUNT MAY, I-- I LOVE YOU... I'LL ALWAYS LOVE YOU.
DRY THOSE TEARS, DEAR...
DIDN'T YOU SAY I'LL SOON BE WELL? WE BOTH HAVE TO BELIEVE, THAT, DON'T WE?
SNIFF... YOU'RE ONE IN A MILLION, AUNT MAY... THE BEST ANYWHERE!
NOW, NOW DEAR, FLATTERY WILL ONLY TURN THIS OLD FOOL'S HEAD.
IF YOU WANT ME TO FEEL BETTER, GO OUT, ENJOY YOURSELF.
LIFE IS FOR THE YOUNG... IF YOU LET IT PASS YOU BY NOW, YOU'LL NEVER HAVE ANOTHER CHANCE.
GO, DEAR... "THE STRONG AND THE FEARLESS" IS ON TV, AND I WANT TO WATCH IT.
I-I'LL NEVER FORGET YOU, AUNT MAY!
OF COURSE YOU WON'T. I'LL CALL EVERY NIGHT TO FIND OUT WHAT YOU'VE HAD FOR SUPPER. NOW, SCOOT!

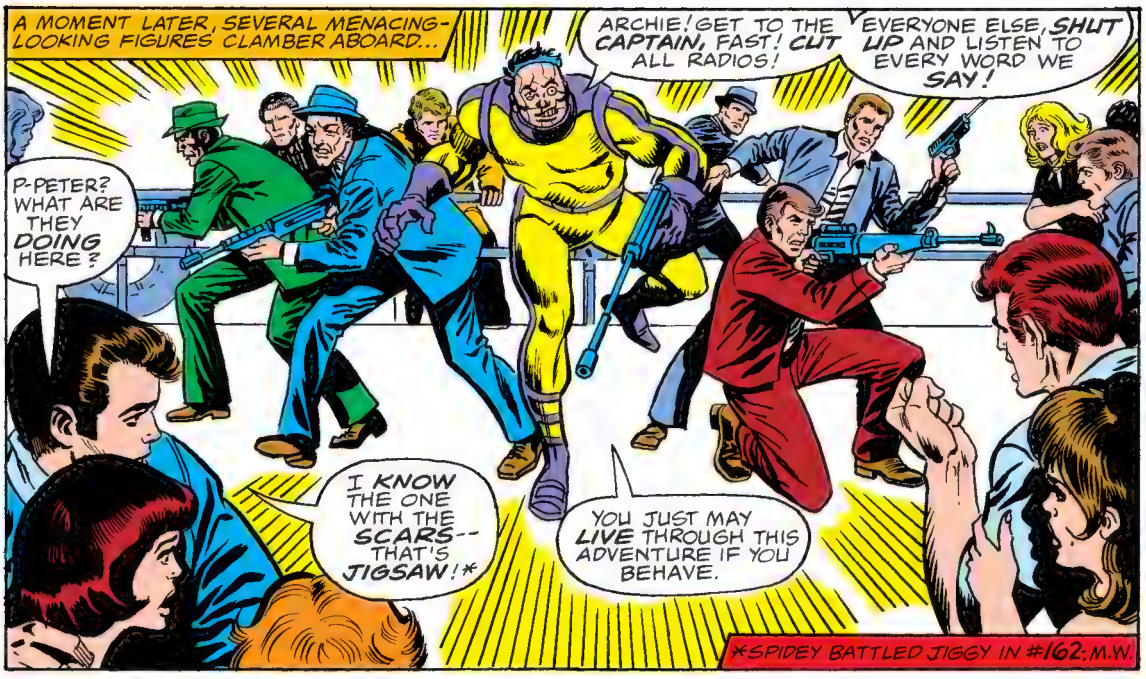
IT IS A MOROSE PETER PARKER WHO LEAVES NEWHOPE MEMORIAL HOSPITAL...
C'MON, PETE, CHEER UP!
YOUR AUNT WILL BE GIVEN THE BEST CARE SHE CAN GET!
SHE DESERVES THE BEST... BUT SOMEHOW I THINK I'M FAILING HER.
AND AFTER EVERYTHING SHE'S DONE FOR ME!
PETER, YOUR AUNT SAID ENJOY YOURSELF...
AND I'M GOING TO SEE TO IT THAT YOU DO.
BETTY MAKES SOME MYSTERIOUS PHONE CALLS, WHICH GIVES US TIME TO TRAVEL DOWN TO THE DOCKS...
I SAID YOU WERE A COWARD.
COWARD, AM I? YOU FILTH! HOW DARE YOU SPEAK THAT WAY TO JIGSAW?
I'M NOT AFRAID OF ANY ORDINARY MAN.
BOK!
BUT THOSE SUPER TYPES... THEY'RE SOMETHING DIFFERENT. THEY'RE TOO BLASTED DANGEROUS!
THAT'S WHY YOU'RE GIVING UP? THROWING IN THE TOWEL!
LOUIE'S RIGHT, JIGSAW! WE HAVEN'T ROBBED ANYTHING IN WEEKS.
GLOBE
SPIDER-MAN BATTLES ELECTRO
YOU'RE OUR BOSS, JIGSAW. LEAD US!
N-NO... NOT NOW... I DON'T WANT TO MEET HIM AGAIN...
DON'T WANNA GET TANGLED UP WITH...
JIGSAW... WE WANT ACTION!
A-ALL RIGHT... I'LL LEAD YOU TONIGHT...
BUT I SWEAR IT'LL BE A HEIST WHERE WE WON'T MEET ANY OF THOSE COSTUMED CREEPS. GOT THAT?

THERE IS A COOL EVENING BREEZE AS PETER PARKER AND BETTY LEEDS FIND THEMSELVES DOWN BY THE 42ND STREET PIER...
BOARD LINE
BETTY WAS RATHER INSISTENT WE ALL COME.
VOILA! A MIDNIGHT CRUISE AROUND MANHATTAN!
I SAID I WAS GOING TO HAVE YOU ENJOY YOURSELF, MR. PARKER.
HARRY AND LIZ... FLASH AND SHA SHANN? WHAT'S GOING ON HERE?
KNOCK IT OFF, HARRY. YOU WOULDN'T'VE MISSED THIS FOR THE WORLD.
MIDNIGHT CRUISE--? WHY NOT!??
UHHH, WHAT'S THIS LITTLE EXCURSION SETTING ME BACK, BETTY?
ABSOLUTELY NOTHING! THIS IS ON YOUR FRIENDS.
IT IS? WHAT FRIENDS?
JUST KIDDING THERE, PETE.
HARRY, YOU'RE LOOKIN' GOOD. YOU AND LIZ SET THE DATE, YET?
YOU KNOW THIS MAN OF MINE, PETE...HE CAN'T DECIDE WHICH SHOE TO TIE FIRST.
AW, C'MON, LIZ. I'M NOT THAT BAD... AM I?
RING
LET'S MOVE IT... THAT'S THE BELL.
I'M NOT LETTING THIS SHIP TAKE OFF WITHOUT ME.
SUDDENLY... HUNHH? MY SPIDER-SENSE -- IT'S WARNING ME OF... DANGER?
THERE'S NOTHING WRONG HERE ...MY NERVES MUST BE FRAZZLED FROM WORRYING ABOUT AUNT MAY.
LOOK, PETER, IT'S MARY JANE. SHE'S WITH BRAD DAVIS, E.S.U.'S STAR QUARTERBACK.
LOOKS MORE LIKE A CRO-MAGNON TO ME.
ISN'T HE THE ONE WHO CHEWS TREES FOR BREAKFAST?

THE CALM OF THE WAITING SEA IS IN DIRECT CONTRAST TO THE TURBULANCE IN THE DAILY BUGLE...
IT'S NOT FAIR. CURSE IT ALL-- IT'S NOT FAIR!
WHY WOULD ANYONE WANT TO KIDNAP JOHN?
CALM DOWN, JONAH. YOU'LL GIVE YOURSELF A HEART ATTACK!
LORD, MAYBE I DESERVE IT. WHAT HAVE I DONE SO WRONG, JOE?
WHAT AM I STAYING HERE FOR? I'VE GOT TO GO TO THE, HOSPITAL--!
NO, JONAH... YOU'RE COMING WITH ME!
NOTHING CAN BE DONE FOR JOHN, NOW. YOU'RE THE ONE NEEDING HELP!
THE RAINBOW GRILL ATOP THE R.C.A. BUILDING IN ROCKEFELLER CENTER OFFERS A SPECTACULAR 360 DEGREE VIEW OF MANHATTAN...
I LOVE THAT BOY, JOE... EVER SINCE MY WIFE DIED, I'VE BEEN MOTHER AND FATHER TO HIM... CARING FOR HIM... WATCHING HIM GROW...
FOR SOME REASON, JOHN'S BEEN CURSED ... FIRST HE TURNS INTO A MINDLESS MONSTER... NOW HIS BODY HAS BEEN KIDNAPPED!
SPIDER-MAN! IT MUST BE HIS FAULT!
JONAH, I DON'T HAVE TO TELL YOU I RESPECT YOU. YOU'RE THE BEST NEWSPAPER PUBLISHER THIS TOWN HAS EVER SEEN.
BUT I'LL BE HANGED IF I LET YOU BLAME THIS ON SPIDER-MAN.
HE MAY BE YOUR PET HATE... BUT KEEP HIM OUT OF THIS.
ALL RIGHT, JOE, WHAT NOW? DO I WAIT FOR A RANSOM NOTICE? WHAT IF IT DOESN'T COME?
WAIT! JONAH, YOU'RE SITTING ATOP THE MOST EXTENSIVE INVESTIGATIVE REPORTING TEAM IN THE COUNTRY.
WE SEND OUT OUR MEN, WE FIND YOUR SON. THAT'S WHAT WE DO.
D-DO YOU THINK WE HAVE A CHANCE?
DO YOU?
DANG RIGHT WE DO!
I DON'T PAY YOU TO DAWDLE, ROBERTSON! C'MON!
WE'VE GOT WORK TO DO!


AND NOW, ALL ABOARD THE CHECKERBOARD LINES' MIDNIGHT CRUISE...
ALL RIGHT, PETER, WHAT'S WRONG? YOUR FACE IS SO LONG IT'S DRAGGING THE DECK.
IT'S SO OBVIOUS?
CHECKERBOARD LINES
WELL... BETTY, IT'S US!
US? WHAT ABOUT US?
THAT'S JUST IT-- THERE ISN'T ANY US... THERE CAN'T BE ANY US!
WHEN YOU CAME BACK, I SORTA WONDERED ABOUT GETTING BACK TOGETHER.
BUT IT ALWAYS CAME DOWN TO THIS-- YOU'RE MARRIED!
SEPARATED, PETER. I LEFT NED. THERE'S NOTHING WRONG IN PICKING UP SOMETHING THAT SHOULD NEVER HAVE BEEN DROPPED.
P-PETER, I NEED YOU... I'M FRIGHTENED ABOUT ALMOST EVERYTHING... BEING ALONE, STARTING UP ALL OVER AGAIN...
PLEASE, DON'T YOU REJECT ME, PETER.
WELL, WELL, LOOK WHO'S BACK IN TOWN-- MRS. LEEDS!
MARY JANE? I, I-- UHHH...
HOW'S IT GOING, TIGER...? OR MAYBE I SHOULDN'T ASK!
BROWN-EYES, MEET BRAD DAVIS. BRAD, THIS IS PETER PARKER. I TOLD YOU ABOUT HIM.
PARKER! NICE MEETING YOU, BUD!
THE SAME... I THINK.
FUMP!
HI, MARY JANE. DID YOU HEAR ABOUT NED AND ME?
NO, MY DEAR. WHY NOT TELL ME ALL ABOUT IT.
THAT CRUISE SHIP-- THAT'S OUR TARGET.
NICE EASY PICKINGS! AND NO WORRIES!
WHATEVER YOU SAY, JIGSAW. YOU'RE THE BOSS!


WELL, PETER AND MARY JANE ... WHAT DO YOU THINK'S GONNA HAPPEN?
I DON'T KNOW, BUT I'M SURE NOT GONNA MISS THIS.
SO, TELL ME, HOW'VE YOU BEEN DOING?
INCREDIBLE, OF COURSE. GOT THREE MODELLING GIGS COMING UP. AND YOU?
WELL, I ALMOST GRADUATED...
UMM. I HADN'T HEARD.
WELL, I, UHH-- LOOK, I'VE GOTTA GET BACK TO THE OTHERS. SEE YOU AROUND?
MAYBE, TIGER... MAYBE!
YEAH... I MAY BE BUSY, TOO!
SEEYA, PARKER!
SO THAT'S THE FAMOUS PETER PARKER? HE REALLY IS A ZERO!
TWO ZEROES... WITH A ONE BEFORE 'EM!
HEY, C'MON, TIGER, LET'S GET SOME GRUB! I'M FAMISHED!
I TOLD YOU IT WOULDN'T WORK, LIZ.
OH, I DON'T KNOW ABOUT THAT, HARRY. PETER LOOKED LIKE HE WANTED TO SAY SOMETHING, BUT HE CHICKENED OUT.
ANYWAY, I STILL THINK I WAS RIGHT IN TELLING MJ ABOUT TONIGHT.
THE FACT SHE SHOWED UP PROVES THAT.
LET'S GET BACK TO THE GANG... I DON'T WANT PETER GETTING SUSPICIOUS.
LIZ! LOOK, A HOOK JUST LATCHED ONTO THE RAIL!
SOMETHING'S BOARDING US!
I KNEW WE SHOULDN'T HAVE SEEN JAWS 2!


A MOMENT LATER, SEVERAL MENACING-LOOKING FIGURES CLAMBER ABOARD...
ARCHIE! GET TO THE CAPTAIN, FAST! CUT ALL RADIOS!
EVERYONE ELSE, SHUT UP AND LISTEN TO EVERY WORD WE SAY!
P-PETER? WHAT ARE THEY DOING HERE?
I KNOW THE ONE WITH THE SCARS-- THAT'S JIGSAW!*
YOU JUST MAY LIVE THROUGH THIS ADVENTURE IF YOU BEHAVE.
*SPIDEY BATTLED JIGGY IN #162; M.W.

WHAT DO YOU THINK YOU'RE--
SILENCE, BLONDIE! OR YOU'LL VISIT DAVY JONES' LOCKER-- PERMANENTLY!

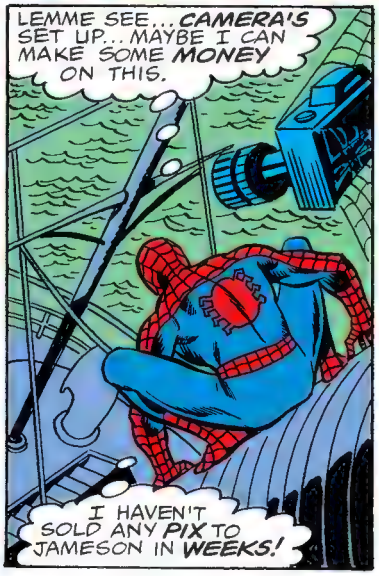
WE WANT EVERY-THING... MONEY, JEWELS, CREDIT CARDS--YOU GOT IT, WE'LL TAKE IT.

HURRY! WE HAVEN'T GOT ALL EVENING!
ALL I HAVE IS TEN DOLLARS!

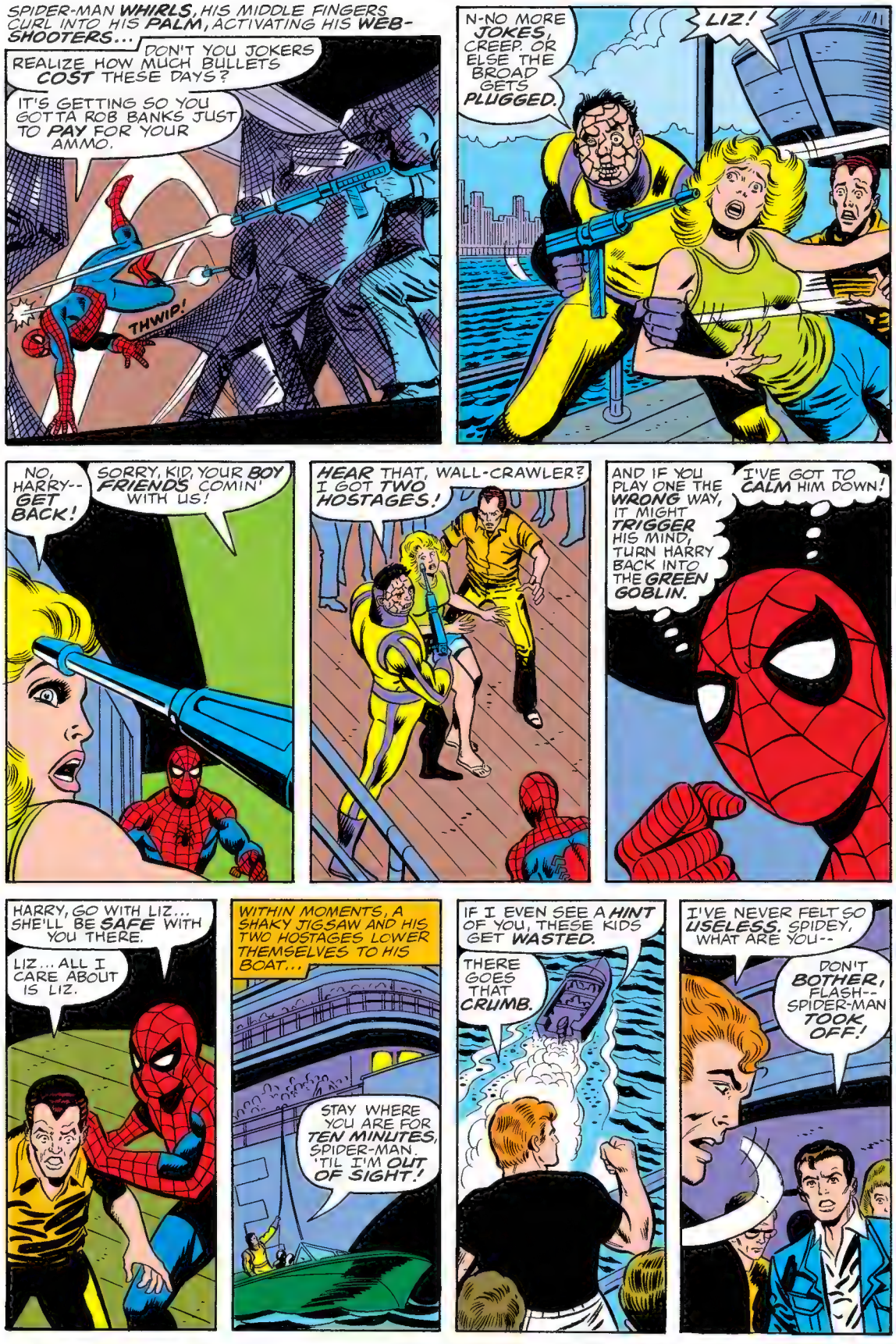
WRONG-- WE'VE GOT IT. YOU'VE GOT NOTHIN'!

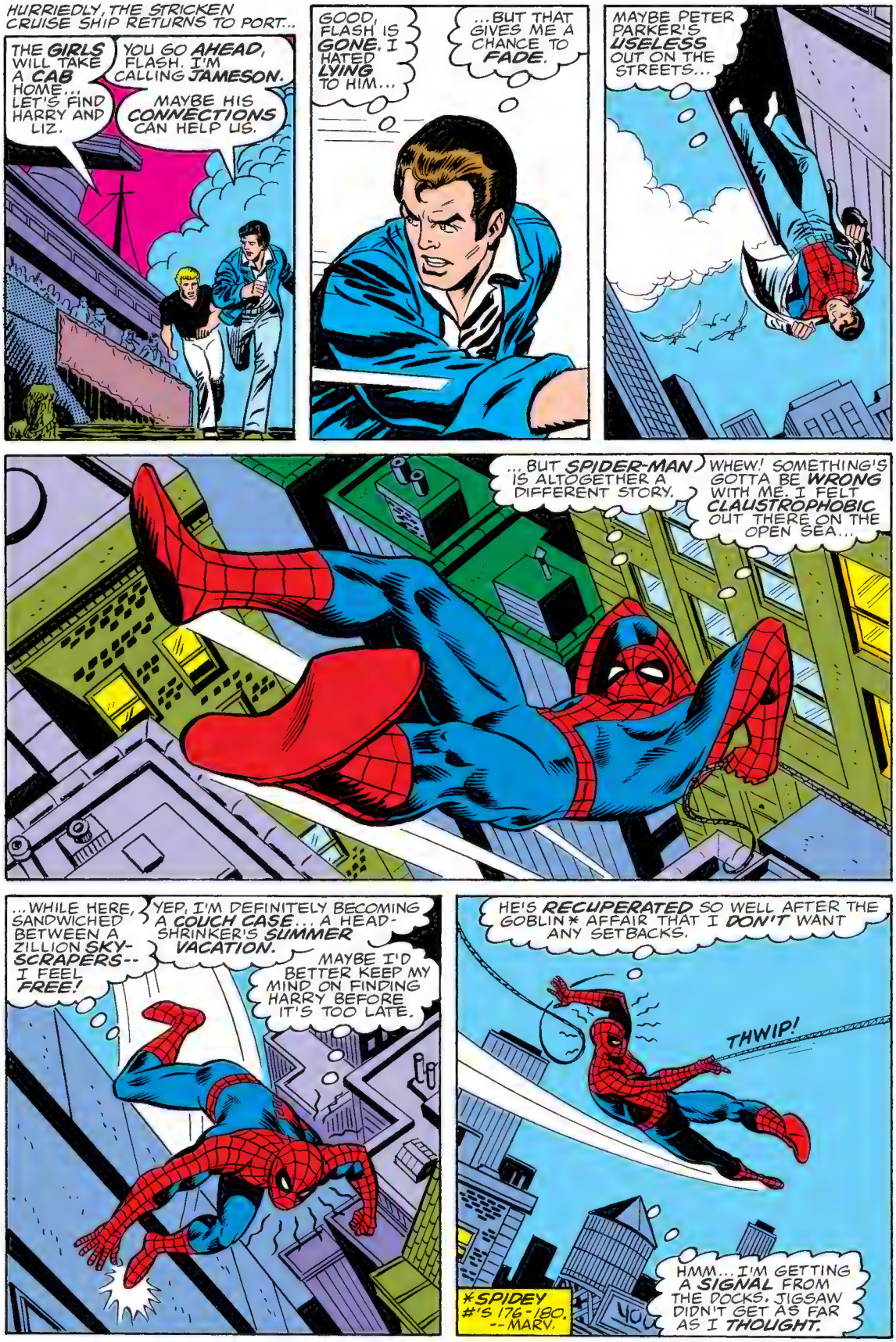
IN THE CONFUSION, PETER PARKER MANAGES TO SLIP UNSEEN INTO THE DARK, SPREADING SHADOWS...
NO ONE LOOKING THIS WAY. GOOD. I WON'T BE MISSED.

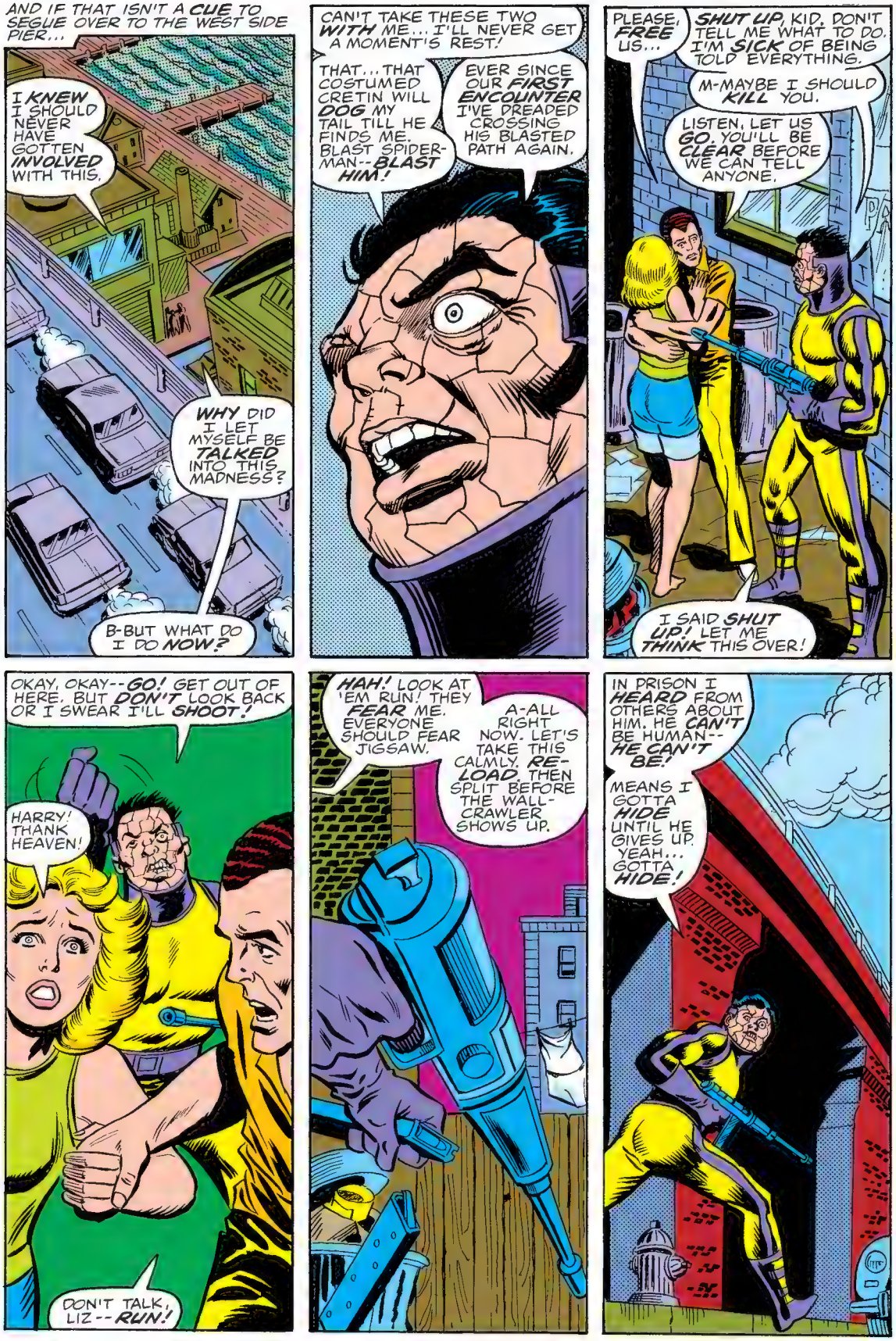
BOSS, WE GOT ABOUT THREE GRAND. NOT BAD!
WHAT DID I TELL YOU? NO RISK, HIGH PROFIT. EASY PICKINGS!
C'MON, LET'S MOVE IT 'FORE THE COAST GUARD SHOWS UP!

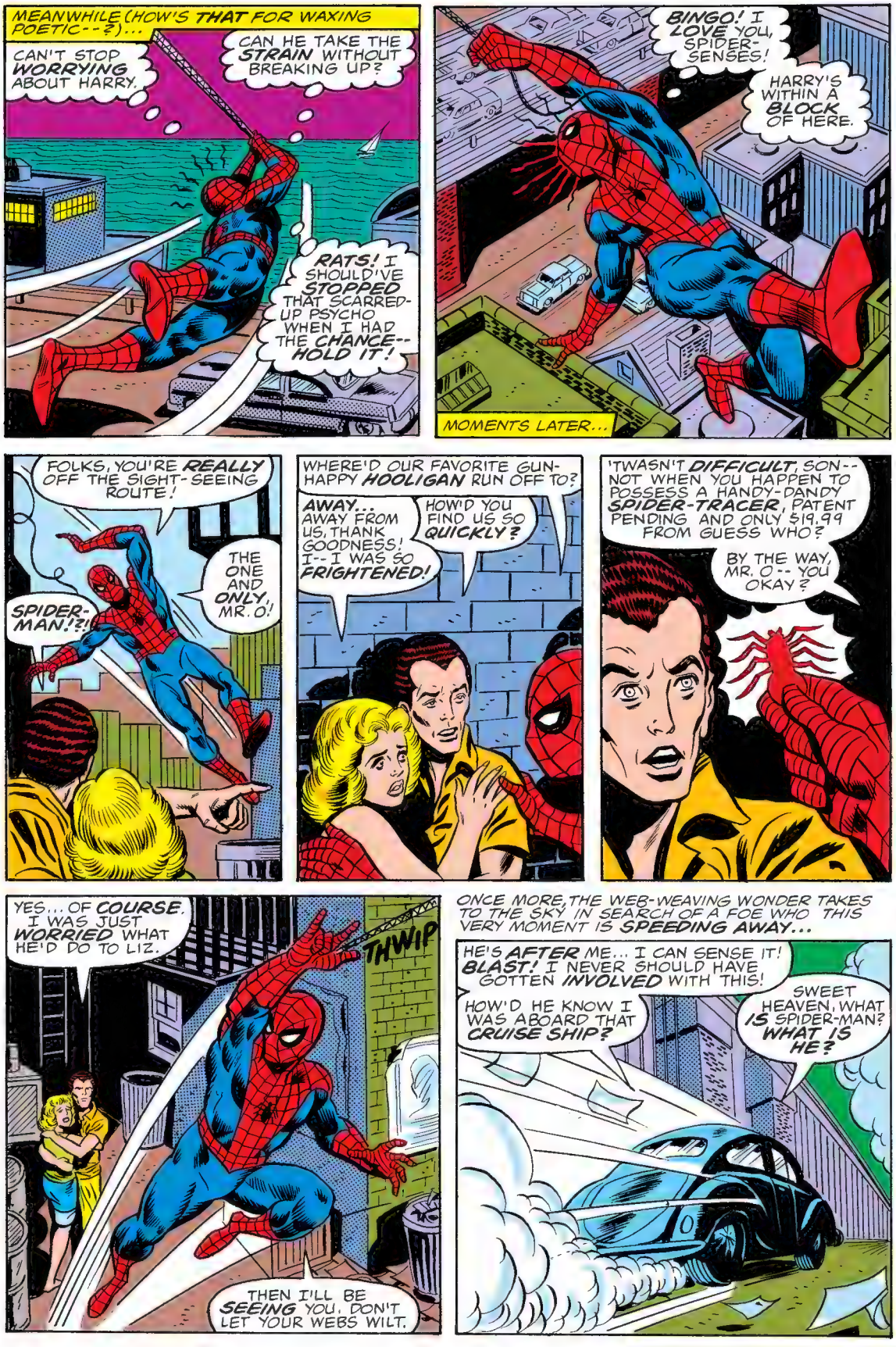

LEMME SEE... CAMERA'S SET UP... MAYBE I CAN MAKE SOME MONEY ON THIS.
I HAVEN'T SOLD ANY PIX TO JAMESON IN WEEKS!

FIVE SECONDS IS ALL IT TAKES.
ONE: A SILENT WEB IS SHOT...
TWO: SOFTLY, IT SLIPS OVER TERRY O'CONNER, TWO-BIT HOOD.
THREE: TERRY TAKES HIS SATURDAY NIGHT BATH A WEE-BIT EARLY!
SPLASH
FOUR: JIGSAW BECOMES A MITE SUSPICIOUS.
WHAT WAS THAT? WHERE'S TERRY?
I DUNNO. HE WAS STANDING BY THE RAIL.
I--I DON'T LIKE THIS!
FIVE: WELL, SEE FOR YOURSELF!
SPIDER-MAN! OH NO--NOT YOU--AGAIN!
LIVE AND IN PERSON, SWEET-LIPS!
WANNA MAKE SOMETHING OF IT?
SHOOT HIM! KILL HIM!
BAM!
BAM!
IS THAT ANY WAY TO TREAT A GUY YOU HAVEN'T SEEN IN MONTHS!
WHERE'S THE "HELLO, HOW ARE YOU"S?
WHATEVER HAPPENED TO OLD-FASHIONED COURTESY? SHEESH!
NOW, LISTEN TO ME AND LEARN.
HI THERE, MY NAME'S SPIDEY!
THUD
BAM!
WANNA SEE MY FOOT?
SILENCE HIM! HE'S NUTS!
"NUTS"! COME NOW, I'VE BEEN CALLED PSYCHOTIC, NEUROTIC, AND OFTEN LATE FOR DINNER...
BUT NUTS IS REALLY GETTING PERSONAL.
SPAM

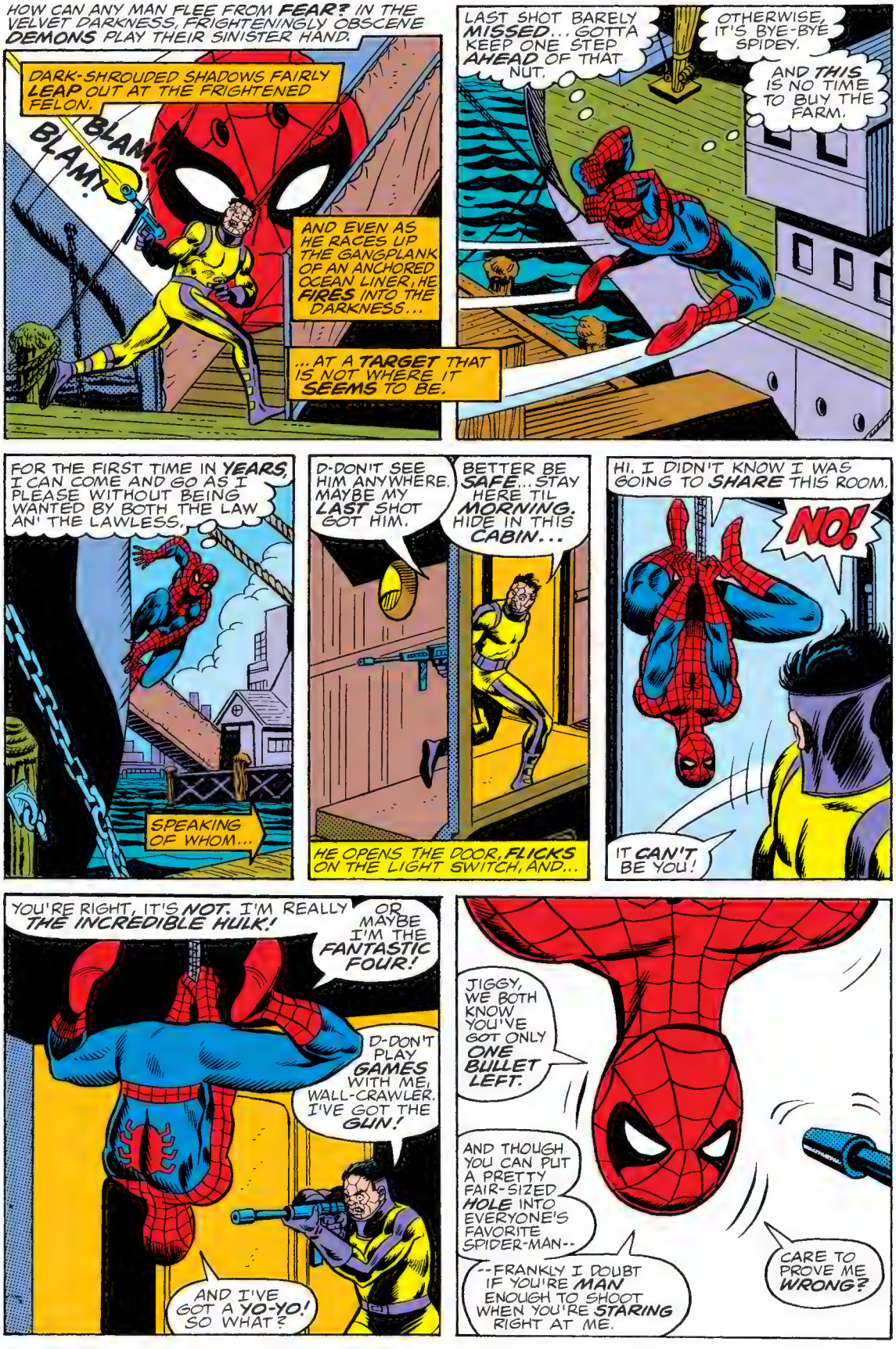

SPIDER-MAN WHIRLS, HIS MIDDLE FINGERS CURL INTO HIS PALM, ACTIVATING HIS WEB-SHOOTERS...
DON'T YOU JOKERS REALIZE HOW MUCH BULLETS COST THESE DAYS?
IT'S GETTING SO YOU GOTTA ROB BANKS JUST TO PAY FOR YOUR AMMO.
THWIP!
N-NO MORE JOKES, CREEP. OR ELSE THE BROAD GETS PLUGGED.
LIZ!
NO, HARRY-- GET BACK!
SORRY, KID, YOUR BOY FRIENDS COMIN' WITH US!
HEAR THAT, WALL-CRAWLER? I GOT TWO HOSTAGES!
AND IF YOU PLAY ONE THE WRONG WAY, IT MIGHT TRIGGER HIS MIND, TURN HARRY BACK INTO THE GREEN GOBLIN.
I'VE GOT TO CALM HIM DOWN!
HARRY, GO WITH LIZ... SHE'LL BE SAFE WITH YOU THERE.
LIZ... ALL I CARE ABOUT IS LIZ.
WITHIN MOMENTS, A SHAKY JIGSAW AND HIS TWO HOSTAGES LOWER THEMSELVES TO HIS BOAT...
STAY WHERE YOU ARE FOR TEN MINUTES, SPIDER-MAN. 'TIL I'M OUT OF SIGHT!
IF I EVEN SEE A HINT OF YOU, THESE KIDS GET WASTED.
THERE GOES THAT CRUMB.
I'VE NEVER FELT SO USELESS, SPIDEY, WHAT ARE YOU--
DON'T BOTHER, FLASH-- SPIDER-MAN TOOK OFF!

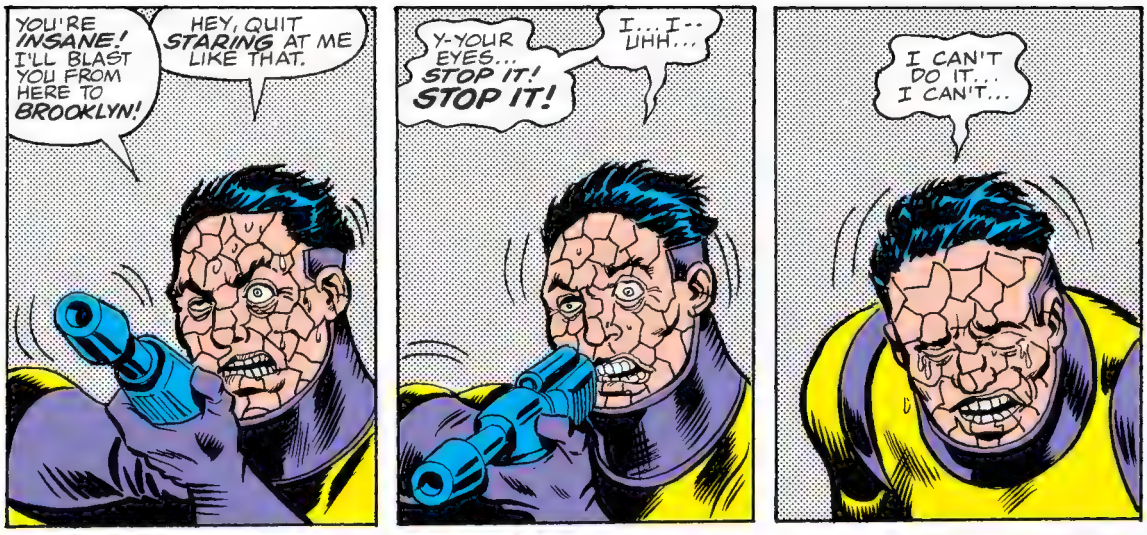

HURRIEDLY, THE STRICKEN CRUISE SHIP RETURNS TO PORT...
THE GIRLS WILL TAKE A CAB HOME... LET'S FIND HARRY AND LIZ.
YOU GO AHEAD, FLASH. I'M CALLING JAMESON.
MAYBE HIS CONNECTIONS CAN HELP US.
GOOD, FLASH IS GONE. I HATED LYING TO HIM...
...BUT THAT GIVES ME A CHANCE TO FADE.
MAYBE PETER PARKER'S USELESS OUT ON THE STREETS...
...BUT SPIDER-MAN IS ALTOGETHER A DIFFERENT STORY.
WHEW! SOMETHING'S GOTTA BE WRONG WITH ME. I FELT CLAUSTROPHOBIC OUT THERE ON THE OPEN SEA...
...WHILE HERE, SANDWICHED BETWEEN A ZILLION SKY-SCRAPERS-- I FEEL FREE!
YEP, I'M DEFINITELY BECOMING A COUCH CASE... A HEAD-SHRINKER'S SUMMER VACATION.
MAYBE I'D BETTER KEEP MY MIND ON FINDING HARRY BEFORE IT'S TOO LATE.
HE'S RECUPERATED SO WELL AFTER THE GOBLIN* AFFAIR THAT I DON'T WANT ANY SETBACKS.
THWIP!
HMM... I'M GETTING A SIGNAL FROM THE DOCKS. JIGSAW DIDN'T GET AS FAR AS I THOUGHT.
*SPIDEY #'S 176-180. --MARV.


AND IF THAT ISN'T A CUE TO SEGUE OVER TO THE WEST SIDE PIER...
I KNEW I SHOULD NEVER HAVE GOTTEN INVOLVED WITH THIS.
WHY DID I LET MYSELF BE TALKED INTO THIS MADNESS?
B-BUT WHAT DO I DO NOW?
CAN'T TAKE THESE TWO WITH ME... I'LL NEVER GET A MOMENT'S REST!
THAT... THAT COSTUMED CRETIN WILL DOG MY TAIL TILL HE FINDS ME. BLAST SPIDER-MAN--BLAST HIM!
EVER SINCE OUR FIRST ENCOUNTER I'VE DREADED CROSSING HIS BLASTED PATH AGAIN.
PLEASE, FREE US...
SHUT UP, KID. DON'T TELL ME WHAT TO DO. I'M SICK OF BEING TOLD EVERYTHING.
M-MAYBE I SHOULD KILL YOU.
LISTEN, LET US GO. YOU'LL BE CLEAR BEFORE WE CAN TELL ANYONE.
I SAID SHUT UP! LET ME THINK THIS OVER!
OKAY, OKAY--GO! GET OUT OF HERE. BUT DON'T LOOK BACK OR I SWEAR I'LL SHOOT!
HARRY! THANK HEAVEN!
DON'T TALK, LIZ--RUN!
HAH! LOOK AT 'EM RUN! THEY FEAR ME. EVERYONE SHOULD FEAR JIGSAW.
A-ALL RIGHT NOW. LET'S TAKE THIS CALMLY. RE-LOAD. THEN SPLIT BEFORE THE WALL-CRAWLER SHOWS UP.
IN PRISON I HEARD FROM OTHERS ABOUT HIM. HE CAN'T BE HUMAN--HE CAN'T BE!
MEANS I GOTTA HIDE UNTIL HE GIVES UP. YEAH... GOTTA HIDE!


MEANWHILE (HOW'S THAT FOR WAXING POETIC--?)...
CAN'T STOP WORRYING ABOUT HARRY.
CAN HE TAKE THE STRAIN WITHOUT BREAKING UP?
RATS! I SHOULD'VE STOPPED THAT SCARRED-UP PSYCHO WHEN I HAD THE CHANCE-- HOLD IT!
BINGO! I LOVE YOU, SPIDER-SENSES!
HARRY'S WITHIN A BLOCK OF HERE.
MOMENTS LATER...
FOLKS, YOU'RE REALLY OFF THE SIGHT-SEEING ROUTE!
THE ONE AND ONLY, MR. O!
SPIDER-MAN!?!
WHERE'D OUR FAVORITE GUN-HAPPY HOOLIGAN RUN OFF TO?
AWAY... AWAY FROM US, THANK GOODNESS! I-- I WAS SO FRIGHTENED!
HOW'D YOU FIND US SO QUICKLY?
'TWASN'T DIFFICULT, SON-- NOT WHEN YOU HAPPEN TO POSSESS A HANDY-DANDY SPIDER-TRACER, PATENT PENDING AND ONLY $19.99 FROM GUESS WHO?
BY THE WAY, MR. O-- YOU OKAY?
YES... OF COURSE, I WAS JUST WORRIED WHAT HE'D DO TO LIZ.
THWIP
THEN I'LL BE SEEING YOU. DON'T LET YOUR WEBS WILT.
ONCE MORE, THE WEB-WEAVING WONDER TAKES TO THE SKY IN SEARCH OF A FOE WHO THIS VERY MOMENT IS SPEEDING AWAY...
HE'S AFTER ME... I CAN SENSE IT! BLAST! I NEVER SHOULD HAVE GOTTEN INVOLVED WITH THIS!
HOW'D HE KNOW I WAS ABOARD THAT CRUISE SHIP?
SWEET HEAVEN, WHAT IS SPIDER-MAN? WHAT IS HE?

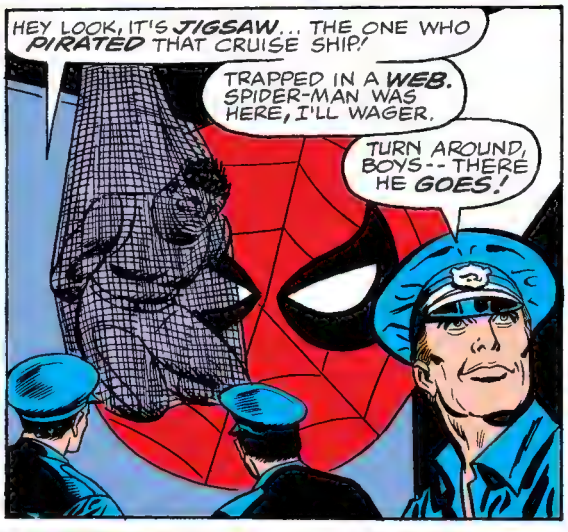
SUDDENLY, STABBING THROUGH THE DARKNESS, SURROUNDING THE HOT-WIRED, STOLEN VOLKSWAGEN...
OH NO! HE FOUND ME!
HOW DOES HE KNOW MY EVERY MOVE?
GOTTA GET AWAY FROM HIM... AWAY FROM THIS BLASTED CITY!
PANICKY, JIGSAW FLOORS THE GAS PEDDLE, SWERVES TO TURN ON TO THE WEST SIDE HIGHWAY, BUT--
NO! NO! NO!
KRASH!
TOTALLED THE CAR! HAVE TO RUN!
I GOT MY GUN... BUT CAN THAT STOP HIM? CRIPES, I HOPE SO.
DARK... HE SHOULDN'T BE ABLE TO SEE ME NOW--
THAT SCRAPING SOUND?!! IT MUST BE HIM!
HE'S INHUMAN!
GET AWAY, BLAST YOU! GET AWAY FROM ME!
BAM!
BAM!
NOTHING? DID I GET HIM?
MAYBE HE WAS NEVER THERE. NERVES?
YEAH... YEAH... GOTTA BE NERVES! CALM DOWN... PLAN MY ESCAPE!
EYES! HIS BLASTED EYES STARING AT ME!
HE'S LIKE SOME FORSAKEN DEMON IN THE NIGHT!
DIE, BLAST YOU! WHATEVER YOU ARE-- DIE!
THAT GOT HIM --IT HAD TO!
BLAM
BETTER SCRAM ... JUST IN CASE.

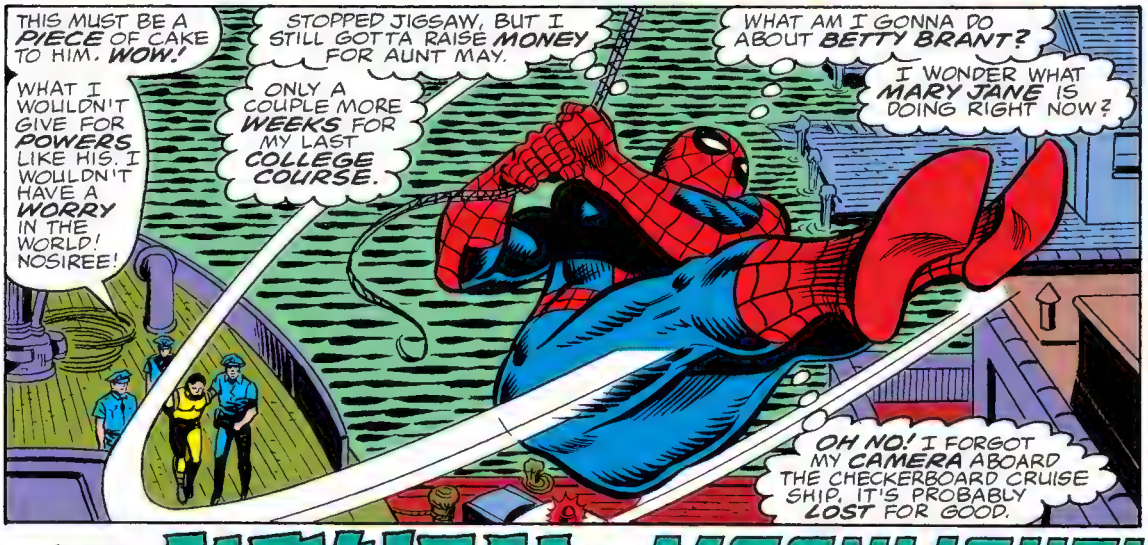

HOW CAN ANY MAN FLEE FROM FEAR? IN THE VELVET DARKNESS, FRIGHTENINGLY OBSCENE DEMONS PLAY THEIR SINISTER HAND.
DARK-SHROUDED SHADOWS FAIRLY LEAP OUT AT THE FRIGHTENED FELON.
BLAM!
BLAM!
AND EVEN AS HE RACES UP THE GANGPLANK OF AN ANCHORED OCEAN LINER, HE FIRES INTO THE DARKNESS...
...AT A TARGET THAT IS NOT WHERE IT SEEMS TO BE.
LAST SHOT BARELY MISSED... GOTTA KEEP ONE STEP AHEAD OF THAT NUT.
OTHERWISE, IT'S BYE-BYE SPIDEY.
AND THIS IS NO TIME TO BUY THE FARM.
FOR THE FIRST TIME IN YEARS, I CAN COME AND GO AS I PLEASE WITHOUT BEING WANTED BY BOTH THE LAW AN' THE LAWLESS.
SPEAKING OF WHOM...
D-DON'T SEE HIM ANYWHERE. MAYBE MY LAST SHOT GOT HIM.
BETTER BE SAFE... STAY HERE TIL MORNING. HIDE IN THIS CABIN...
HE OPENS THE DOOR, FLICKS ON THE LIGHT SWITCH, AND...
HI. I DIDN'T KNOW I WAS GOING TO SHARE THIS ROOM.
NO!
IT CAN'T BE YOU!
YOU'RE RIGHT, IT'S NOT. I'M REALLY THE INCREDIBLE HULK!
OR MAYBE I'M THE FANTASTIC FOUR!
D-DON'T PLAY GAMES WITH ME, WALL-CRAWLER. I'VE GOT THE GUN!
AND I'VE GOT A YO-YO! SO WHAT?
JIGGY, WE BOTH KNOW YOU'VE GOT ONLY ONE BULLET LEFT.
AND THOUGH YOU CAN PUT A PRETTY FAIR-SIZED HOLE INTO EVERYONE'S FAVORITE SPIDER-MAN--
--FRANKLY I DOUBT IF YOU'RE MAN ENOUGH TO SHOOT WHEN YOU'RE STARING RIGHT AT ME.
CARE TO PROVE ME WRONG?


YOU'RE INSANE! I'LL BLAST YOU FROM HERE TO BROOKLYN!
HEY, QUIT STARING AT ME LIKE THAT.
Y-YOUR EYES... STOP IT! STOP IT!
I... I-- UHH...
I CAN'T DO IT... I CAN'T...

DON'T TAKE IT BADLY, JIGGY. BETTER MEN THAN YOU HAVE FAILED.
IN FACT, WHERE YOU'RE GOING, YOU'LL PROBABLY MEET SOME OF 'EM.
TELL 'EM "HI" FROM SPIDEY, WILLYA?

MOMENTS LATER THE SOUND OF SIRENS RING THROUGH THE MIDTOWN STREETS...


HEY LOOK, IT'S JIGSAW... THE ONE WHO PIRATED THAT CRUISE SHIP!
TRAPPED IN A WEB. SPIDER-MAN WAS HERE, I'LL WAGER.
TURN AROUND, BOYS-- THERE HE GOES!


THIS MUST BE A PIECE OF CAKE TO HIM. WOW!
WHAT I WOULDN'T GIVE FOR POWERS LIKE HIS. I WOULDN'T HAVE A WORRY IN THE WORLD! NOSIREE!
STOPPED JIGSAW, BUT I STILL GOTTA RAISE MONEY FOR AUNT MAY.
ONLY A COUPLE MORE WEEKS FOR MY LAST COLLEGE COURSE.
WHAT AM I GONNA DO ABOUT BETTY BRANT?
I WONDER WHAT MARY JANE IS DOING RIGHT NOW?
OH NO! I FORGOT MY CAMERA ABOARD THE CHECKERBOARD CRUISE SHIP. IT'S PROBABLY LOST FOR GOOD.

NEXT ISSUE: MAYHEM BY MOONLIGHT!

A SHOCKING GUEST STAR!

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the AMAZING SPIDER-MAN®
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YOU'RE HELPLESS, JAMESON! NOTHING CAN SAVE YOU NOW!
WANNA BET, BUNKIE?
WHO IS THE MYSTERY MENACE?

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: **THE AMAZING SPIDER-MAN®**

MARV WOLFMAN WRITER/EDITOR / JOHN BYRNE & JIM MOONEY ILLUSTRATORS / J. NOVAK, G. WEIN, LETTERS COLORS / JIM SHOOTER CONSULTING EDITOR

MAYHEM by MOONLIGHT!

THERE ISN'T MUCH TIME--
--BUT NOTHING'S GONNA MAKE ME MISS THIS!
AUNT MAY DESPERATELY NEEDS ME NOW, AND COME HELL OR HIGH WATER--
--SHE ISN'T GOING TO BE TRANSFERRED TO THAT PRIVATE NURSING HOME WITHOUT PETER PARKER AT HER SIDE!
HEY, STANLEY, STEVIE -- LOOK! IT'S SPIDER-MAN!
NO! NO! NOT THE ONE FROM THE T.V.--THE REAL ONE!
I WONDER WHICH CRIMINAL HE'S AFTER NOW?
I DON'T CARE WHAT THE D.A. SAYS-- SPIDER-MAN'S A CROOK!
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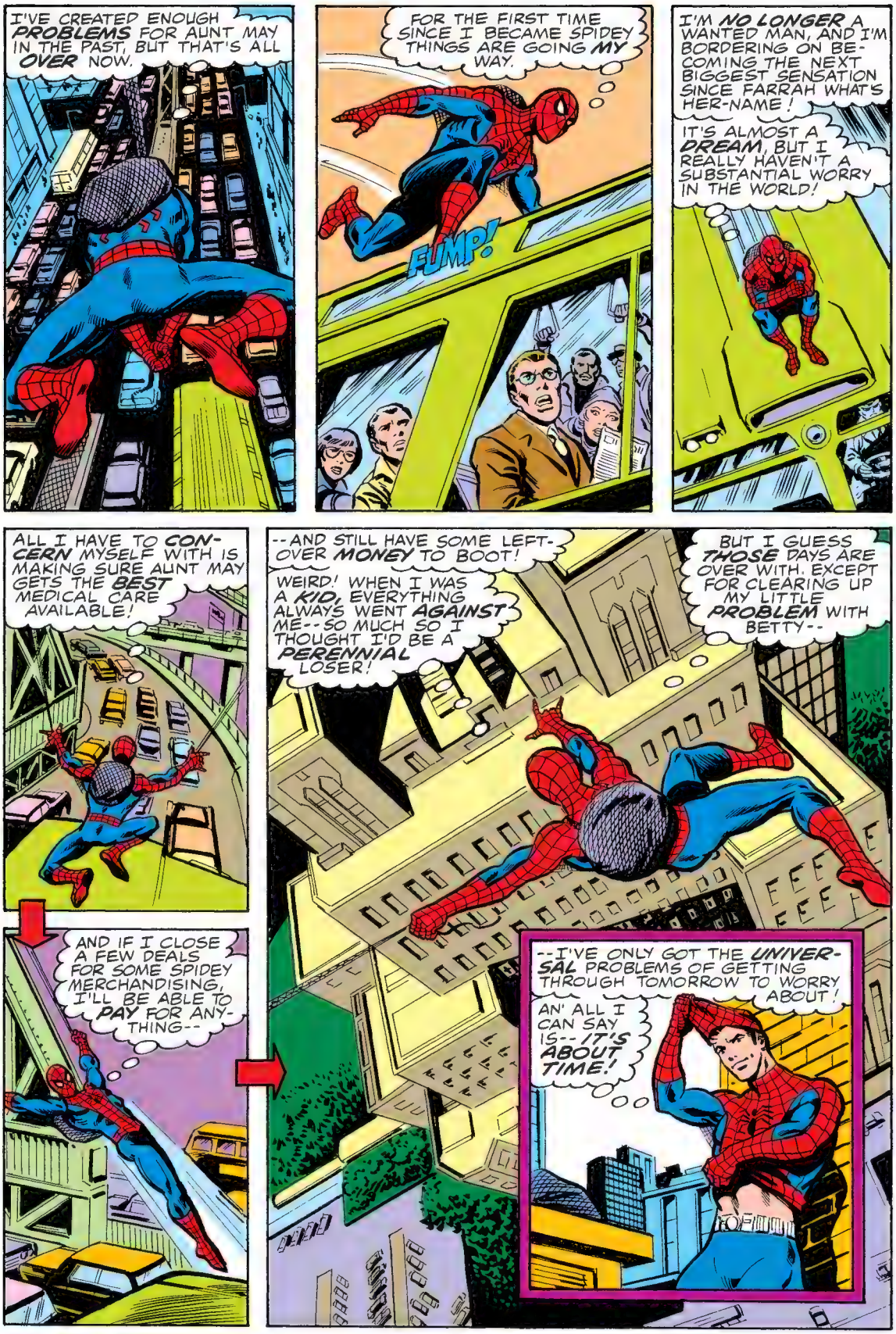
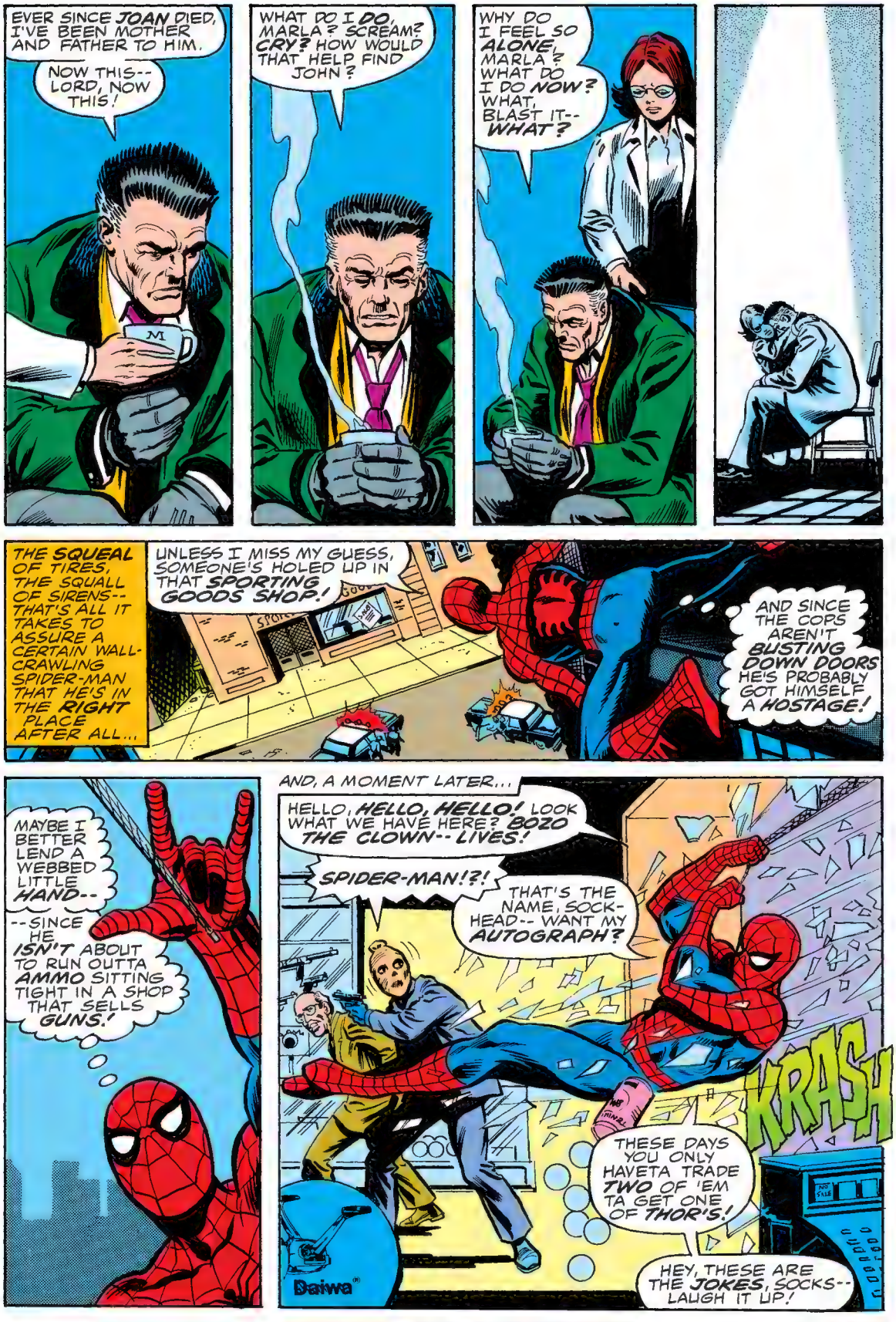

I'VE CREATED ENOUGH PROBLEMS FOR AUNT MAY IN THE PAST, BUT THAT'S ALL OVER NOW.
FOR THE FIRST TIME SINCE I BECAME SPIDEY THINGS ARE GOING MY WAY.
FUMP!
I'M NO LONGER A WANTED MAN, AND I'M BORDERING ON BE-COMING THE NEXT BIGGEST SENSATION SINCE FARRAH WHAT'S HER-NAME!
IT'S ALMOST A DREAM, BUT I REALLY HAVEN'T A SUBSTANTIAL WORRY IN THE WORLD!
ALL I HAVE TO CON-CERN MYSELF WITH IS MAKING SURE AUNT MAY GETS THE BEST MEDICAL CARE AVAILABLE!
--AND STILL HAVE SOME LEFT-OVER MONEY TO BOOT!
WEIRD! WHEN I WAS A KID, EVERYTHING ALWAYS WENT AGAINST ME--SO MUCH SO I THOUGHT I'D BE A PERENNIAL LOSER!
BUT I GUESS THOSE DAYS ARE OVER WITH. EXCEPT FOR CLEARING UP MY LITTLE PROBLEM WITH BETTY--
AND IF I CLOSE A FEW DEALS FOR SOME SPIDEY MERCHANDISING, I'LL BE ABLE TO PAY FOR ANY-THING--
--I'VE ONLY GOT THE UNIVER-SAL PROBLEMS OF GETTING THROUGH TOMORROW TO WORRY ABOUT!
AN' ALL I CAN SAY IS--IT'S ABOUT TIME!

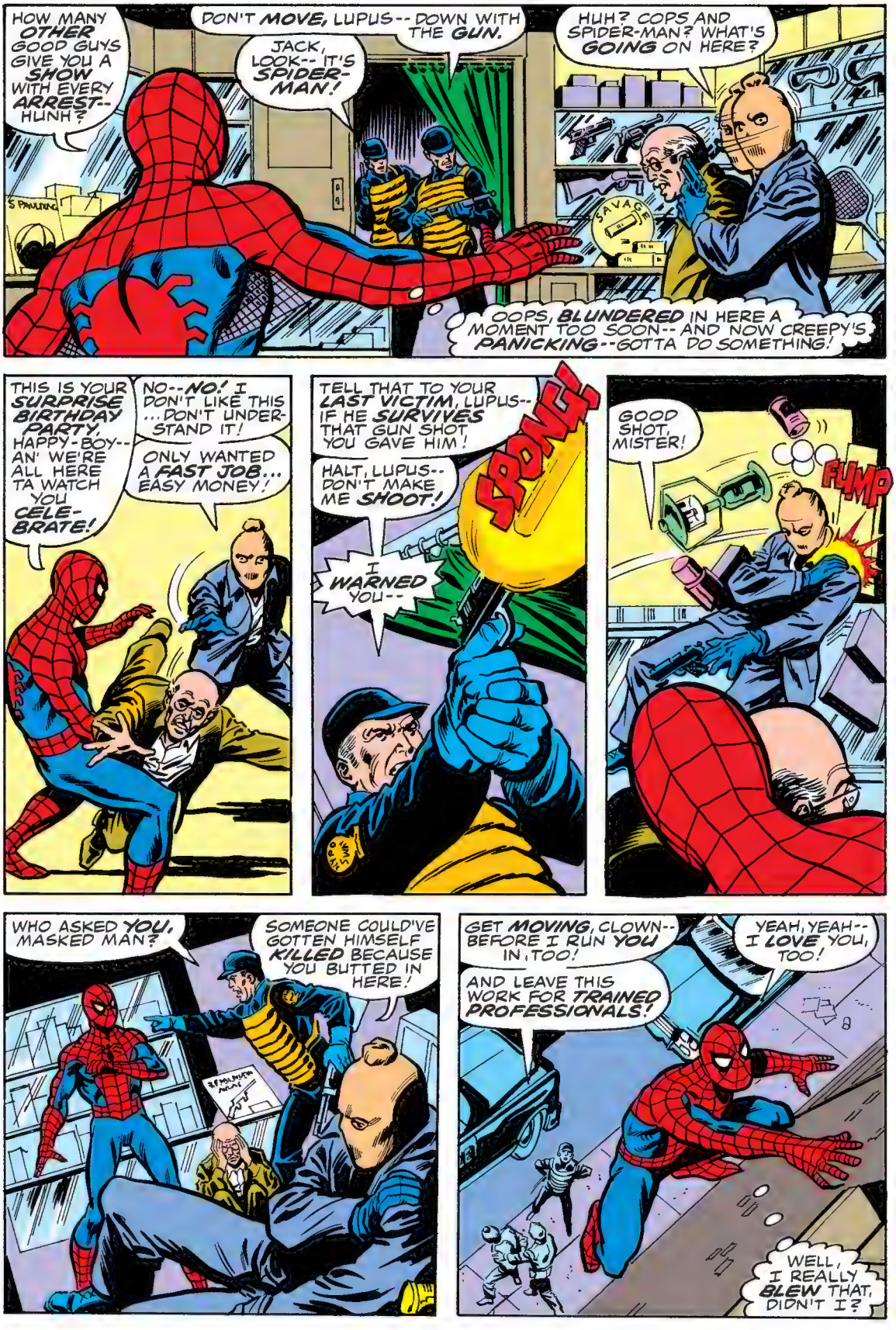
A FEW MINUTES LATER FINDS A PUFFING PETER PARKER MAKING HIS WAY THROUGH THE STERILE GREEN CORRIDORS OF NEWHOPE MEMORIAL HOSPITAL...
WELL, WELL, IF IT ISN'T THE CHERYL TIEGS LOOK-A-LIKE HERSELF!
PETER! YOU'VE COME!
YOU THINK I WOULDN'T SEE OFF MY FAVORITE AUNT IN PERSON?
C'MERE LET ME GIVE YOU A HUG!
THERE'S SOMETHING DIFFERENT ABOUT YOU, PETER DEAR... YOU SOUND SO HAPPY... SO CHIPPER.
I DO SO HOPE THAT MEANS YOU'RE WELL... YOU DESERVE TO BE.
MY LIFE'S NEVER BEEN BETTER, AUNT MAY... BUT IT'S YOU I'M CONCERNED ABOUT!
OH, DR. TOMPKINS IS TAKING GOOD CARE OF ME, DEAR -- HE SAYS I'M TOO STUBBORN TO GIVE UP.
THAT'S WHY WE ALL LOVE YA...
... AND WHY I'M GONNA MISS YOU.
EXCUSE ME, PARKER -- WE'RE ON A TIGHT SCHEDULE!
YOUR AUNT'S DUE AT HER NURSING HOME IN HALF-AN-HOUR!
TH-THERE GOES THE GREATEST WOMAN WHO'S EVER LIVED... A COMPLETELY SELFLESS WOMAN WHO'S DEVOTED A LIFETIME TO HELPING ME...
...AND HERE I STAND COMPLETELY IMPOTENT. NOT EVEN THE POWER OF SPIDER-MAN CAN HELP HER.
IT'S GOTTA BE HER OWN WILL-POWER THAT KEEPS HER GOING AGAINST ALL ODDS, AGAINST ALL HER PAINS.
MAN, WHEN THEY MADE HER THEY BROKE THE MOLD! THERE'LL NEVER BE ANYONE LIKE AUNT MAY AGAIN!

I CAN'T EVEN IMAGINE A LIFE WITHOUT AUNT MAY--
WELL, THERE GOES ONE PROBLEM OUT OF YOUR LIFE, PARKER!
I'LL BET YOU'RE RELIEVED KNOWING YOU'LL NEVER HAVE TO VISIT THAT DEAR WOMAN AGAIN.
WHAT? YOU SNIVELLING LITTLE JERK!
I DON'T CARE IF YOU ARE A DOCTOR-- HOW DARE YOU TALK THAT WAY TO ME!
THAT WOMAN MEANS THE WORLD TO ME... I LOVE HER MORE THAN ANYTHING! I'D DO--
WHAA--? OH, MY HEAVEN-- MY SPIDER-STRENGTH COULD'VE SNAPPED THIS GUY'S SPINE WITHOUT MY EVEN THINKING TWICE!
C'MON, SNAP OUTTA THIS-- FORGET HIM-- YOU KNOW HOW MUCH YOU CARE ABOUT AUNT MAY!
CHOKE--I--I DON'T BELIEVE HE DID THAT-- DIDN'T THINK HE HAD THE STRENGTH...
I'LL BE NURSING THESE NECK PAINS FOR WEEKS!
SOON...
I'M A CLASS-A JERK MYSELF! WITHOUT THINKING, I ALMOST KILLED HIM-- AND JUST BECAUSE HE DOESN'T LIKE ME!
WHEW... I MUST BE UNDER MORE STRESS THAN I THOUGHT ... HOW COULD I FORGET MYSELF THAT WAY?
I NEED BREATHING ROOM... SOME FRESH AIR TO CLEAR THE COBWEBS FROM MY MUSTY LITTLE MIND!

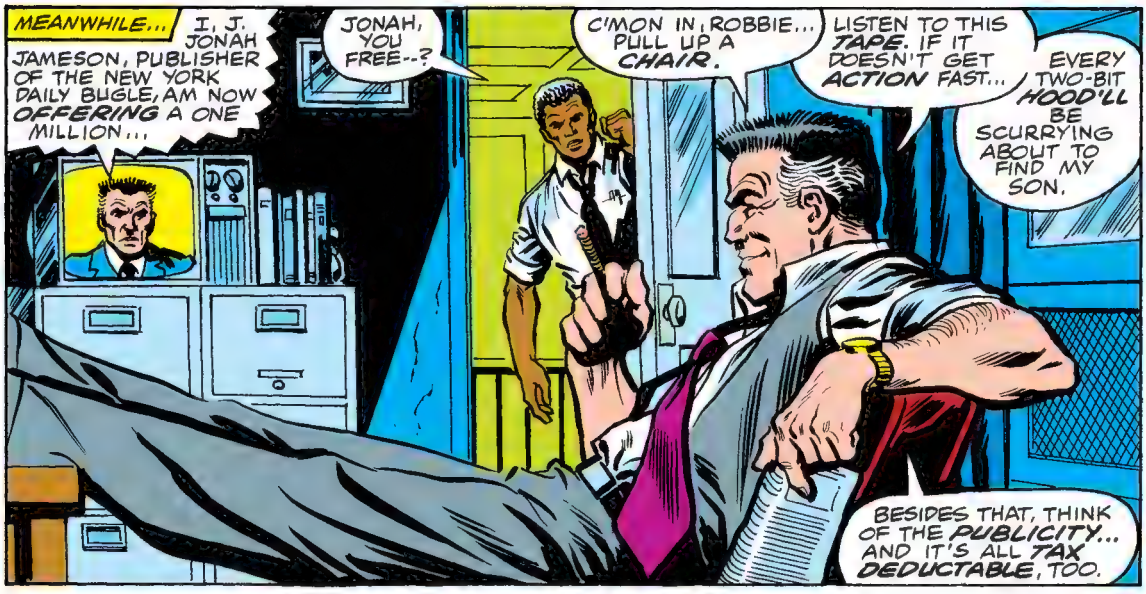
PERHAPS THIS IS THE BEST TIME TO LEAVE SPIDEY TO HIS PRIVATE THOUGHTS AND LOOK IN ON AN ANGRY J. JONAH JAMESON...
DON'T GIVE ME ANY EXCUSES! I WANT RESULTS-- AND NOW!
PRY LOOSE INFORMATION REGARDING MY SON'S KIDNAPPING-- OR GET IN LINE AT THE UNEMPLOYMENT OFFICE!
LET ME SPELL IT OUT FOR YOU McCALLEN--
BAH! THESE REPORTERS TODAY-- THEY'RE ALL USELESS!
THEY'RE TRYING THEIR BEST, JONAH!
WHO ASKED YOU, ROBERTSON? WHAT HAVE YOU DUG UP?
WORD FROM THE STREET IS -- WHOEVER KIDNAPPED JOHN HAS IT IN FOR BOTH YOU AND SPIDER-MAN!
AH HA! SO THAT MASKED MISFIT'S MIXED UP IN THIS? I THOUGHT AS MUCH!
NO, JONAH, THAT'S NOT WHAT I SAID. OUR MISTER 'X' WANTS YOU BOTH OUT OF THE WAY!
LIKE BLAZES YOU WILL ROBERTSON! YOU'RE MY CITY EDITOR-- NOT MY MOTHER!
JONAH, FOR YOUR PROTECTION I'M CALLING IN A BODYGUARD!
THIS IS THE FIRST LEAD I'VE HAD -- AND IF I HAVE TO BECOME A TARGET TO FIND JOHN, SO HELP ME, I WILL!
JONAH! WHERE ARE YOU GOING?
THAT'S NONE OF YOUR BUSINESS, ROBERTSON! DO YOUR JOB!
BLAST IT, JONAH, I'M TRYING TO, BUT IF YOU GO TRAIPSING ALL AROUND THIS CITY WHEN--
ROBERTSON, YOU HEARD ME -- BUTT OUT!
MEANWHILE...
HMMM, THE POLICE SURE SEEM AGITATED!
SOMETHING MUST BE BREWING!
GOOD! I COULD USE SOME ACTION!

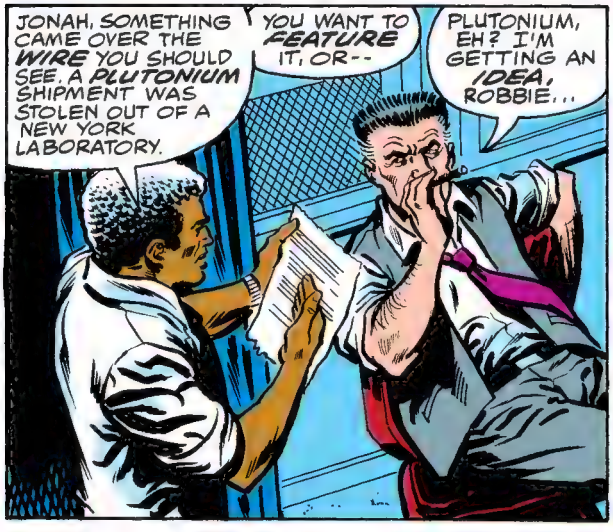
SOMETHING'S BEEN NAGGING AT ME FOR DAYS. THE CHAMELEON SAID HE WAS PAID 25 THOU TO HUMILIATE ME...*
AND ELECTRO INDICATED HE GOT THE SAME TO DEMOLISH THE INDIAN POINT POWER STATION-- **
--AT PRECISELY THE MOMENT JOHN JAMESON'S BODY WAS KIDNAPPED FROM THE CRYONICS HOSPITAL.***
SOMETHING TELLS ME THERE'S A CONNECTION THERE-- BUT I'LL BE HANGED IF I CAN FIGURE IT OUT.
*SPIDEY#18 **SPIDEY#187 ***#188--MARV W.
WHILE SPIDER-MAN FOLLOWS THE SPEEDING POLICE CAR, HIDDEN FAR BELOW HIM...
THERE HE IS-- REMEMBER WHAT HE LOOKS LIKE.
IT IS YOUR TASK TO SLAY SPIDER-MAN--
--AT THE VERY MOMENT J. JONAH JAMESON DIES AS WELL!
PUZZLED? KEEP READING, SPIDEYPHILE...
MARLA? MARLA MADISON?
JONAH? GOOD LORD! YOU LOOK ASHEN!
SIT DOWN, DEAR-- I'LL GET YOU SOME COFFEE!
YOU HAVEN'T HEARD, THEN?
HEARD WHAT? I'VE BEEN COOPED UP IN MY LAB FOR DAYS!
WHAT HAPPENED?
IT'S JOHN-- SOMEONE'S KIDNAPPED MY SON!
WHY MARLA-- WHY?
WHY DOES EVERYTHING BAD HAPPEN TO ME? LORD KNOWS I'VE BEEN A GOOD MAN!
I'VE GIVEN THIS CITY EVERYTHING!
AND WHAT HAVE I GOTTEN IN TURN? NOTHING BUT SCORN AND HUMILIATION!
AND NOW THE FINAL BLOW! THE CRASHING DEFEAT!
THE ONE WHO MEANS THE MOST TO ME IN ALL THE WORLD-- GONE!

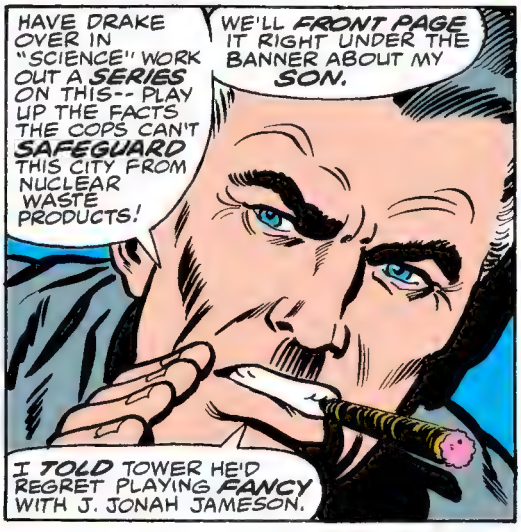

EVER SINCE JOAN DIED, I'VE BEEN MOTHER AND FATHER TO HIM.
NOW THIS-- LORD, NOW THIS!
WHAT DO I DO, MARLA? SCREAM? CRY? HOW WOULD THAT HELP FIND JOHN?
WHY DO I FEEL SO ALONE, MARLA? WHAT DO I DO NOW? WHAT, BLAST IT-- WHAT?
THE SQUEAL OF TIRES, THE SQUALL OF SIRENS-- THAT'S ALL IT TAKES TO ASSURE A CERTAIN WALL-CRAWLING SPIDER-MAN THAT HE'S IN THE RIGHT PLACE AFTER ALL...
UNLESS I MISS MY GUESS, SOMEONE'S HOLED UP IN THAT SPORTING GOODS SHOP!
AND SINCE THE COPS AREN'T BUSTING DOWN DOORS HE'S PROBABLY GOT HIMSELF A HOSTAGE!
MAYBE I BETTER LEND A WEBBED LITTLE HAND--
--SINCE HE ISN'T ABOUT TO RUN OUTTA AMMO SITTING TIGHT IN A SHOP THAT SELLS GUNS!
AND, A MOMENT LATER...
HELLO, HELLO, HELLO! LOOK WHAT WE HAVE HERE? BOZO THE CLOWN-- LIVES!
SPIDER-MAN!?!
THAT'S THE NAME, SOCK-HEAD-- WANT MY AUTOGRAPH?
KRASH
THESE DAYS YOU ONLY HAVETA TRADE TWO OF 'EM TA GET ONE OF THOR'S!
HEY, THESE ARE THE JOKES, SOCKS-- LAUGH IT UP!
Daiwa


HOW MANY OTHER GOOD GUYS GIVE YOU A SHOW WITH EVERY ARREST-- HUNH?
DON'T MOVE, LUPUS-- DOWN WITH THE GUN.
JACK, LOOK-- IT'S SPIDER-MAN!
HUH? COPS AND SPIDER-MAN? WHAT'S GOING ON HERE?
OOPS, BLUNDERED IN HERE A MOMENT TOO SOON-- AND NOW CREEPY'S PANICKING--GOTTA DO SOMETHING!
THIS IS YOUR SURPRISE BIRTHDAY PARTY, HAPPY-BOY-- AN' WE'RE ALL HERE TA WATCH YOU CELE-BRATE!
NO--NO! I DON'T LIKE THIS ...DON'T UNDER-STAND IT!
ONLY WANTED A FAST JOB... EASY MONEY!
TELL THAT TO YOUR LAST VICTIM, LUPUS-- IF HE SURVIVES THAT GUN SHOT YOU GAVE HIM!
HALT, LUPUS-- DON'T MAKE ME SHOOT!
SPONG!
I WARNED YOU--
GOOD SHOT, MISTER!
FUMP
WHO ASKED YOU, MASKED MAN?
SOMEONE COULD'VE GOTTEN HIMSELF KILLED BECAUSE YOU BUTTED IN HERE!
GET MOVING, CLOWN-- BEFORE I RUN YOU IN, TOO!
AND LEAVE THIS WORK FOR TRAINED PROFESSIONALS!
YEAH, YEAH-- I LOVE YOU, TOO!
WELL, I REALLY BLEW THAT, DIDN'T I?

SHEESH! I SHOULD'VE KNOWN I WAS IN TROUBLE WHEN MY ONLY FAN MAIL CAME FROM JACK THE RIPPER!
WELL, THAT'S WHAT I GET FOR THINKING LIFE WAS JUST A BIG, FAT BOWL OF CHERRIES--
--WHEN EVERYTHING TO DATE'S PROVEN IT'S ONLY THE PITS!
FACE IT, WEB-HEAD -- YOU'RE A LOSER! MAYBE WHEN YOU ACCEPT THAT, THE WORLD'LL BE BETTER OFF FOR EVERYONE CONCERNED!
WHILE A CRESTFALLEN SPIDER-MAN WANDERS SLOWLY HOMEWARD...
...LET US MOVE DOWNTOWN TO THE OFFICE OF DISTRICT ATTORNEY BLAKE TOWER...
I DON'T LIKE REPEATING MYSELF, JAMESON-- EVERYTHING'S BEING DONE TO FIND YOUR MISSING SON.
YOU COULDN'T FIND YOUR WAY OUT OF A HOUSE OF GLASS! I'LL FIND MY SON, TOWER-- MY WAY!
LATER THAT DAY JAMESON'S PLAN BECOMES APPARENT AS POSTERS ARE PASTED UP ALL OVER TOWN...
REWAR
000,000
WITHIN HOURS TELEVISION SPOTS ARE PURCHASED...
...ONE MILLION DOLLAR REWARD FOR ANY INFORMATION LEADING TO THE LOCATION OF MY SON, ASTRONAUT JOHN JAMESON!
BY EVENING, THE NEWS HAS BEEN HEARD BY VIRTUALLY EVERYONE IN THE CITY...
...AND DREAMS OF AVARICE OVERTAKE REALITY...
ONE MIL? JEEZ, FOR THAT KINDA BREAD I'LL GO STRAIGHT!
C'MON, SPREAD THE WORD AN' LET'S START LISTENIN'!
MEBBE THERE'S WORD ON THE GRAPEVINE!
YOU CAN'T PULL OFF THIS KINDA HEIST WITHOUT SOMEONE KNOWIN' THE TRUTH!


MEANWHILE...
I, J. JONAH JAMESON, PUBLISHER OF THE NEW YORK DAILY BUGLE, AM NOW OFFERING A ONE MILLION...
JONAH, YOU FREE--?
C'MON IN, ROBBIE... PULL UP A CHAIR.
LISTEN TO THIS TAPE. IF IT DOESN'T GET ACTION FAST...
EVERY TWO-BIT HOOD'LL BE SCURRYING ABOUT TO FIND MY SON.
BESIDES THAT, THINK OF THE PUBLICITY... AND IT'S ALL TAX DEDUCTABLE, TOO.

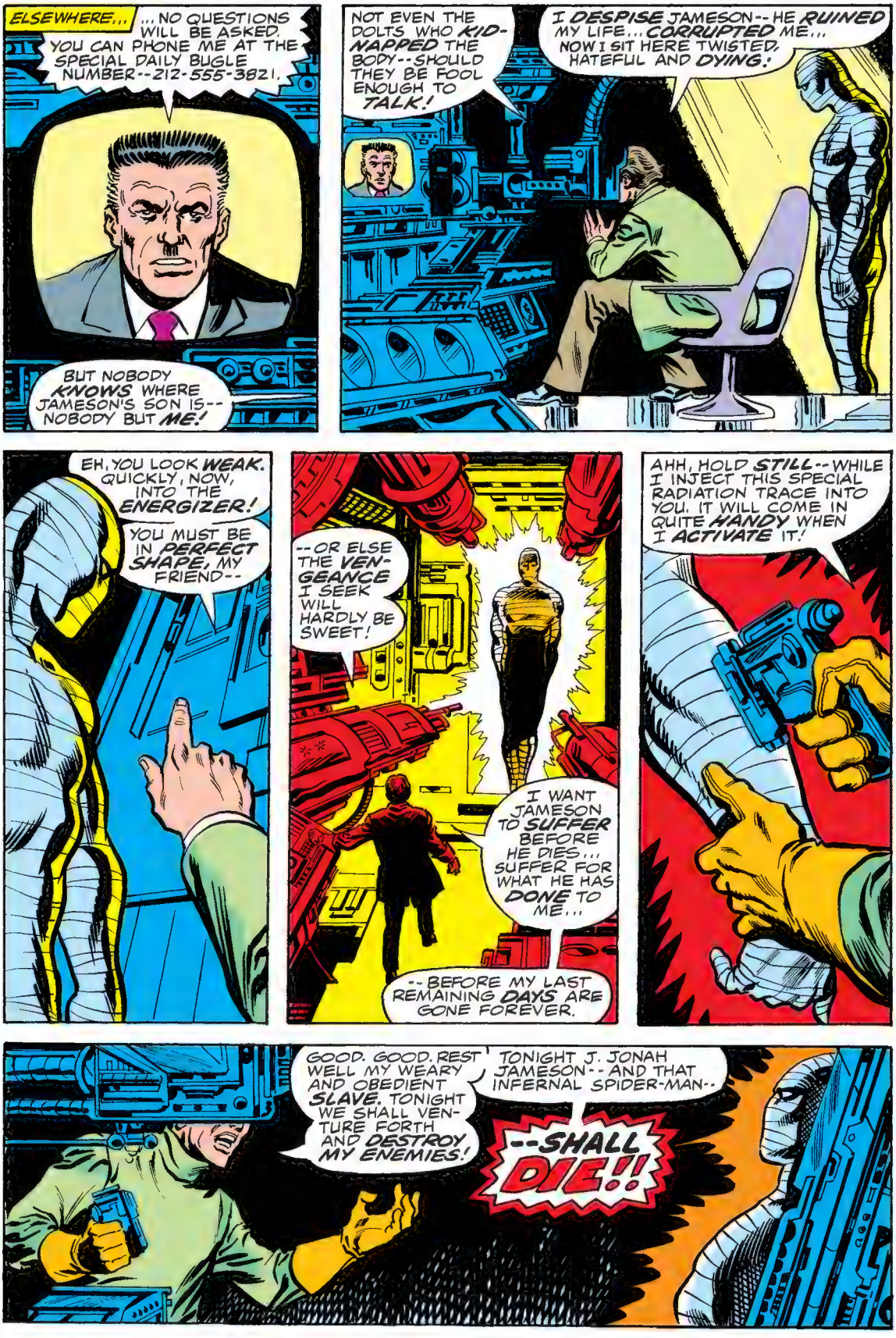

JONAH, SOMETHING CAME OVER THE WIRE YOU SHOULD SEE. A PLUTONIUM SHIPMENT WAS STOLEN OUT OF A NEW YORK LABORATORY.
YOU WANT TO FEATURE IT, OR--
PLUTONIUM, EH? I'M GETTING AN IDEA, ROBBIE...


HAVE DRAKE OVER IN "SCIENCE" WORK OUT A SERIES ON THIS-- PLAY UP THE FACTS THE COPS CAN'T SAFEGUARD THIS CITY FROM NUCLEAR WASTE PRODUCTS!
WE'LL FRONT PAGE IT RIGHT UNDER THE BANNER ABOUT MY SON.
I TOLD TOWER HE'D REGRET PLAYING FANCY WITH J. JONAH JAMESON.

JOE ROBERTSON NODS AND QUIETLY LEAVES. THE ARTICLE WILL BE PREPARED, BUT BLAME WILL NOT BE SHIFTED TO THE POLICE.

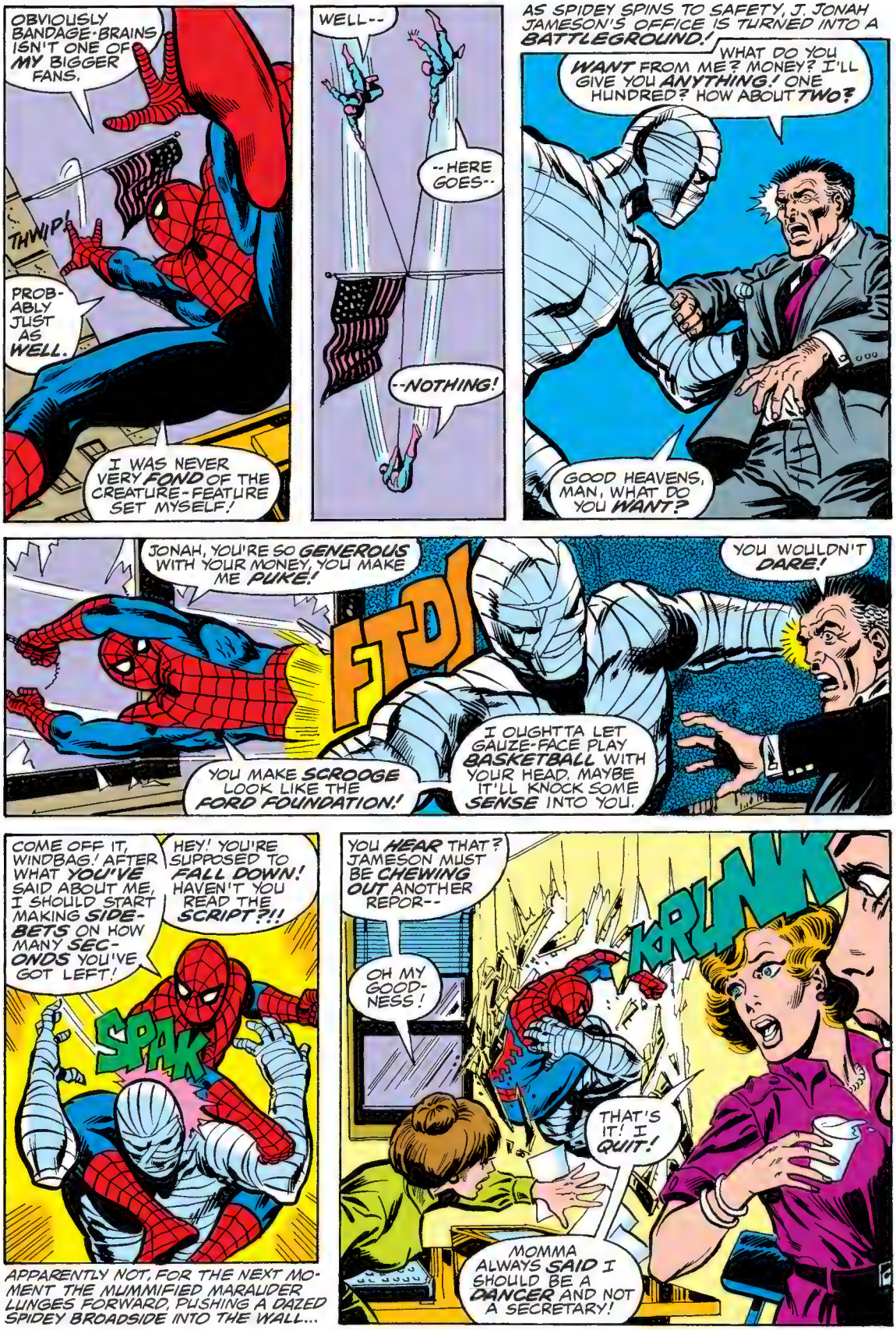
THE CITY EDITOR KNOWS THAT DESPITE HIS BOSS'S SEEMING THICK-HEADEDNESS, JONAH IS A FAIR MAN...
...AND PERHAPS THE BEST NEWSPAPER PUBLISHER THIS CITY EVER HAD.

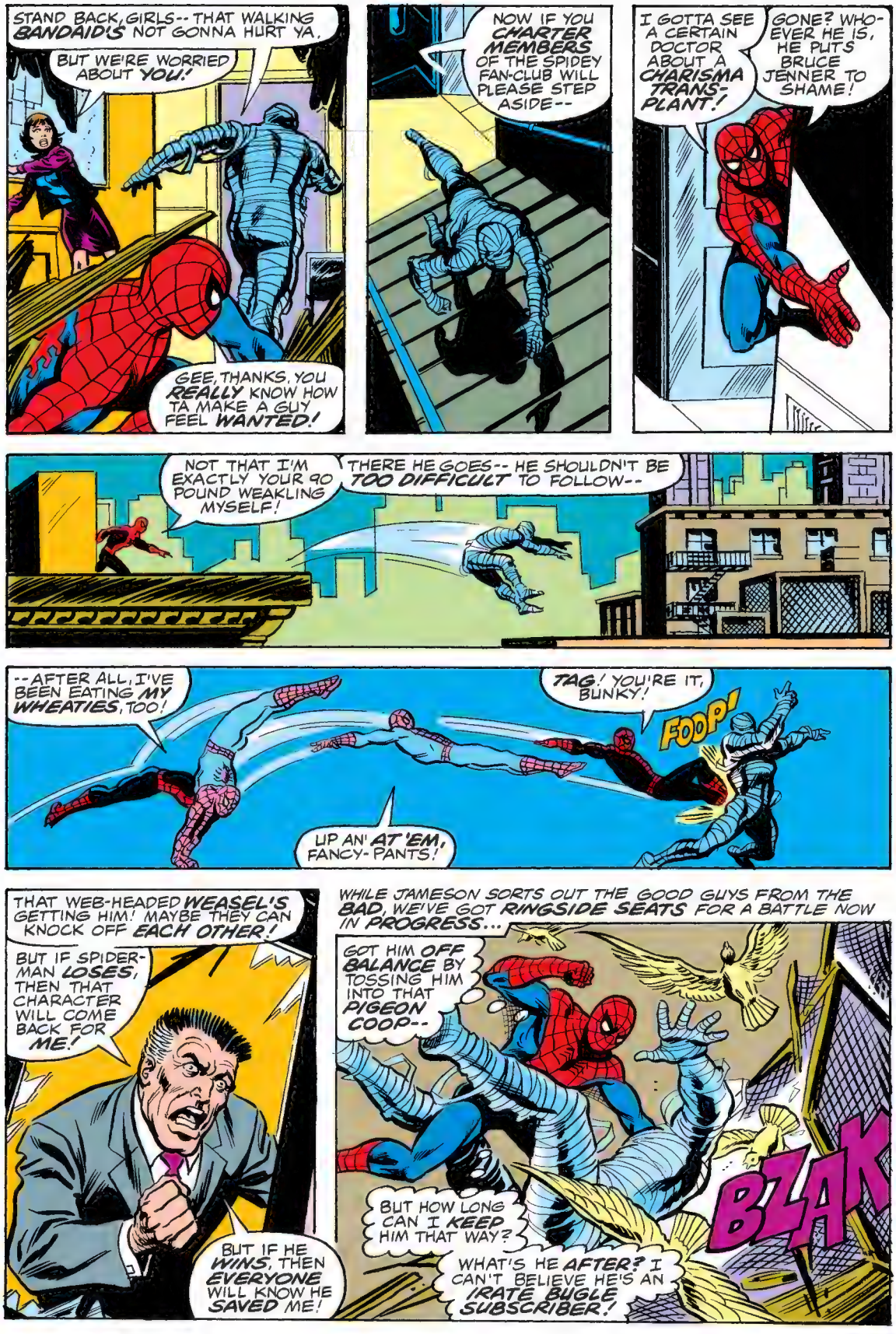
JUST AS JAMESON KNOWS THAT ROBBIE WILL QUIETLY LISTEN TO HIS TIRADES AND THEN PRINT WHAT IS BEST... AND WHAT IS TRUTH.
FOR JOE ROBERTSON, TOO IS THE BEST-- AND JONAH KNOWS HOW LUCKY HE IS TO HAVE HIM.

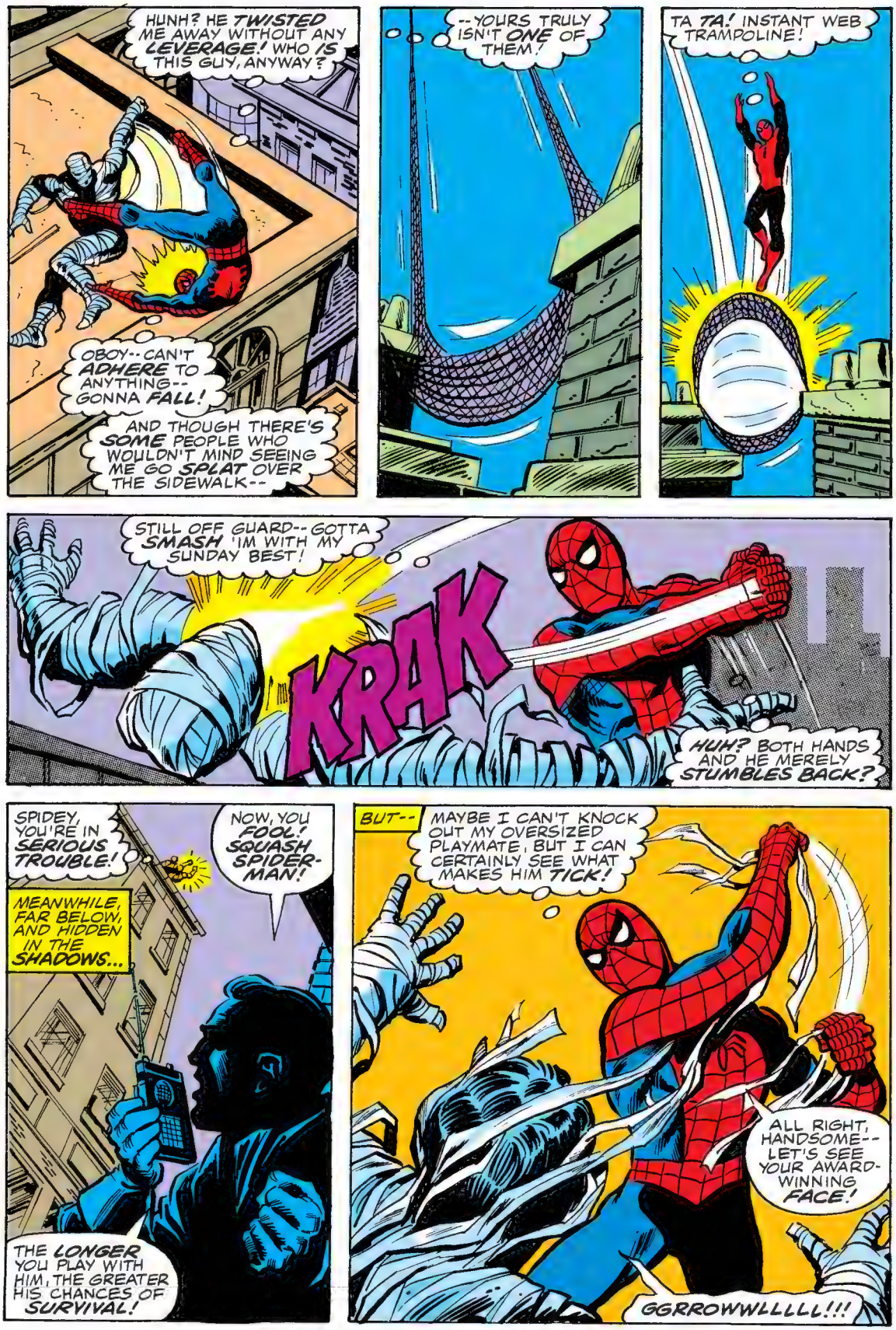

ELSEWHERE...
...NO QUESTIONS WILL BE ASKED. YOU CAN PHONE ME AT THE SPECIAL DAILY BUGLE NUMBER--212-555-3821.
BUT NOBODY KNOWS WHERE JAMESON'S SON IS--NOBODY BUT ME!
NOT EVEN THE DOLTS WHO KIDNAPPED THE BODY--SHOULD THEY BE FOOL ENOUGH TO TALK!
I DESPISE JAMESON--HE RUINED MY LIFE...CORRUPTED ME... NOW I SIT HERE TWISTED, HATEFUL AND DYING!
EH, YOU LOOK WEAK. QUICKLY, NOW, INTO THE ENERGIZER!
YOU MUST BE IN PERFECT SHAPE, MY FRIEND--
--OR ELSE THE VENGEANCE I SEEK WILL HARDLY BE SWEET!
I WANT JAMESON TO SUFFER BEFORE HE DIES... SUFFER FOR WHAT HE HAS DONE TO ME...
--BEFORE MY LAST REMAINING DAYS ARE GONE FOREVER.
AHH, HOLD STILL--WHILE I INJECT THIS SPECIAL RADIATION TRACE INTO YOU. IT WILL COME IN QUITE HANDY WHEN I ACTIVATE IT!
GOOD. GOOD. REST WELL MY WEARY AND OBEDIENT SLAVE. TONIGHT WE SHALL VENTURE FORTH AND DESTROY MY ENEMIES!
TONIGHT J. JONAH JAMESON--AND THAT INFERNAL SPIDER-MAN--
--SHALL DIE!!

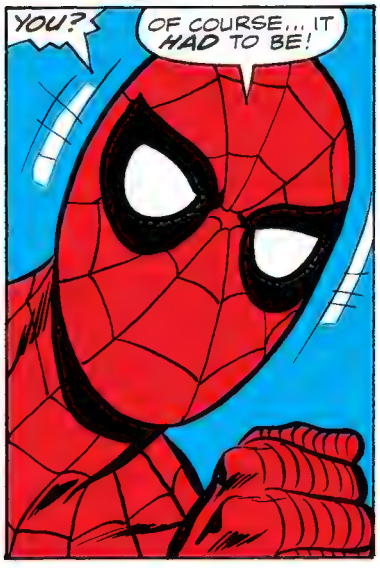
INTRIGUED? WE HOPE SO. NOW LET'S FOCUS OUR ATTENTIONS ON THE CHELSEA APARTMENT OF EVERYONE'S FAVORITE SHUTTERBUG...
PETER?
OH, HI BETTY! C'MON IN. HAVE YOUR BREAKFAST YET?
I'M ON A DIET. PETER, CAN WE TALK--? ABOUT US?
MILK
OBOY, WHAT AM I IN FOR NOW?
THE OTHER DAY YOU SAID YOU WEREN'T SURE IF STARTING OUR RELATIONSHIP OVER AGAIN WAS A GOOD IDEA.
BETTY, I DON'T KNOW WHAT I WANT. I THOUGHT I WANTED TO MARRY MARY JANE.
WHEN SHE TURNED ME DOWN I THOUGHT I WANTED TO BE ALONE... AND NOT TIED UP WITH ONE GIRL.
I THINK I CAN TELL YOU THIS, BETTY, CAUSE WE ARE SUCH GOOD FRIENDS, BUT I JUST DON'T KNOW HOW I FEEL ABOUT YOU THESE DAYS.
I DON'T KNOW IF WHAT WE ONCE HAD CAN BE REKINDLED--OR EVEN IF IT SHOULD BE.
WHEN NED LOOKS YOU UP--
NED AND I ARE THROUGH, PETER!
AND IF THIS DOESN'T CONVINCE YOU HOW MUCH I CARE FOR YOU, I'LL LEAVE YOUR LIFE--FOREVER!
WE WERE CLOSE BECAUSE WE LOVED EACH OTHER. WE STILL CAN.
BETTY--
PLEASE, I-- UHHH...
BETTY!
SHUT UP, DARLING! JUST KISS ME!
I... I... UHH...
MMMMMMMMMMM!!

THEY SAY DISCRETION IS THE BETTER PART OF VALOR. SO LET'S LEAVE OUR TWO-SOME AND PICK UP ON A SOMEWHAT AGITATED SPIDER-MAN SEVERAL HOURS LATER...
SO MAYBE I DO LOVE HER... WHAT'S WRONG WITH THAT?
SHE IS SEPARATED, AND SHE SAYS SHE'S FILING FOR DIVORCE, AND HECK--
--AFTER EVERYTHING BAD THAT'S COME DOWN THE PIKE, I DESERVE A GOOD BREAK NOW AND THEN.
BETTY WAS THE FIRST GIRL I EVER LOVED-- THEY SAY YOU NEVER FORGET IT 'CAUSE FIRST LOVE IS THE TRUEST LOVE OF ALL.
MAYBE IT SHOULD NEVER HAVE ENDED-- HEY!
SOME JOKER'S STEALING MY WALL-CRAWLING COPYRIGHT!
THWIP!
ALL-RIGHT, WEB-HEAD, LET'S SEE WHAT'S UP!
AS SPIDER-MAN MAKES HIS WAY TOWARD THE BUGLE BUILDING...
SKASH!
WHO IN BLAZES?
GOOD HEAVENS! WHO ARE YOU?
SPEAK UP, MAN-- WHAT DO YOU--WAIT!
WH-WHY ARE YOU GRABBING ME!
MEBBE HE'S LOOKING FOR YOUR AUTOGRAPH, SMILEY...
YOU DO KNOW HOW TO WRITE, DON'TCHA?
YOU?!? WHAT IN BLAZES ARE YOU HERE FOR?
TAKE IT EASY, PORK-FACE, I JUST WANNA--
SPOK
--RESCUE YOU--?
WOW!

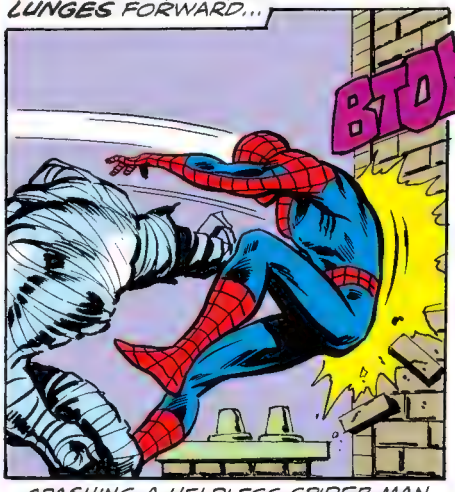

OBVIOUSLY BANDAGE-BRAINS ISN'T ONE OF MY BIGGER FANS.
THWIP!
PROB-ABLY JUST AS WELL.
I WAS NEVER VERY FOND OF THE CREATURE-FEATURE SET MYSELF!
WELL--
--HERE GOES--
--NOTHING!
AS SPIDEY SPINS TO SAFETY, J. JONAH JAMESON'S OFFICE IS TURNED INTO A BATTLEGROUND!
WHAT DO YOU WANT FROM ME? MONEY? I'LL GIVE YOU ANYTHING! ONE HUNDRED? HOW ABOUT TWO?
GOOD HEAVENS, MAN, WHAT DO YOU WANT?
JONAH, YOU'RE SO GENEROUS WITH YOUR MONEY, YOU MAKE ME PUKE!
FTD!
YOU WOULDN'T DARE!
YOU MAKE SCROOGE LOOK LIKE THE FORD FOUNDATION!
I OUGHTTA LET GAUZE-FACE PLAY BASKETBALL WITH YOUR HEAD. MAYBE IT'LL KNOCK SOME SENSE INTO YOU.
COME OFF IT, WINDBAG! AFTER WHAT YOU'VE SAID ABOUT ME, I SHOULD START MAKING SIDE-BETS ON HOW MANY SEC-ONDS YOU'VE GOT LEFT!
HEY! YOU'RE SUPPOSED TO FALL DOWN! HAVEN'T YOU READ THE SCRIPT?!!
SPAK
APPARENTLY NOT, FOR THE NEXT MO-MENT THE MUMMIFIED MARAUDER LUNGES FORWARD, PUSHING A DAZED SPIDEY BROADSIDE INTO THE WALL...
YOU HEAR THAT? JAMESON MUST BE CHEWING OUT ANOTHER REPOR--
OH MY GOOD-NESS!
KRLNK
THAT'S IT! I QUIT!
MOMMA ALWAYS SAID I SHOULD BE A DANCER AND NOT A SECRETARY!


STAND BACK, GIRLS-- THAT WALKING BANDAID'S NOT GONNA HURT YA.
BUT WE'RE WORRIED ABOUT YOU!
GEE, THANKS, YOU REALLY KNOW HOW TA MAKE A GUY FEEL WANTED!
NOW IF YOU CHARTER MEMBERS OF THE SPIDEY FAN-CLUB WILL PLEASE STEP ASIDE--
I GOTTA SEE A CERTAIN DOCTOR ABOUT A CHARISMA TRANS-PLANT!
GONE? WHO-EVER HE IS, HE PUTS BRUCE JENNER TO SHAME!
NOT THAT I'M EXACTLY YOUR 90 POUND WEAKLING MYSELF!
THERE HE GOES-- HE SHOULDN'T BE TOO DIFFICULT TO FOLLOW--
--AFTER ALL, I'VE BEEN EATING MY WHEATIES, TOO!
TAG! YOU'RE IT, BUNKY!
FOOP!
UP AN' AT 'EM, FANCY-PANTS!
THAT WEB-HEADED WEASEL'S GETTING HIM! MAYBE THEY CAN KNOCK OFF EACH OTHER!
BUT IF SPIDER-MAN LOSES, THEN THAT CHARACTER WILL COME BACK FOR ME!
BUT IF HE WINS, THEN EVERYONE WILL KNOW HE SAVED ME!
WHILE JAMESON SORTS OUT THE GOOD GUYS FROM THE BAD, WE'VE GOT RINGSIDE SEATS FOR A BATTLE NOW IN PROGRESS...
GOT HIM OFF BALANCE BY TOSSING HIM INTO THAT PIGEON COOP--
BZAK
BUT HOW LONG CAN I KEEP HIM THAT WAY?
WHAT'S HE AFTER? I CAN'T BELIEVE HE'S AN IRATE BUGLE SUBSCRIBER!


HUNH? HE TWISTED ME AWAY WITHOUT ANY LEVERAGE! WHO IS THIS GUY, ANYWAY?
OBOY--CAN'T ADHERE TO ANYTHING--GONNA FALL!
AND THOUGH THERE'S SOME PEOPLE WHO WOULDN'T MIND SEEING ME GO SPLAT OVER THE SIDEWALK--
--YOURS TRULY ISN'T ONE OF THEM!
TA TA! INSTANT WEB TRAMPOLINE!
STILL OFF GUARD--GOTTA SMASH 'IM WITH MY SUNDAY BEST!
KRAK
HUH? BOTH HANDS AND HE MERELY STUMBLES BACK?
SPIDEY, YOU'RE IN SERIOUS TROUBLE!
NOW, YOU FOOL! SQUASH SPIDER-MAN!
MEANWHILE, FAR BELOW, AND HIDDEN IN THE SHADOWS...
THE LONGER YOU PLAY WITH HIM, THE GREATER HIS CHANCES OF SURVIVAL!
BUT--
MAYBE I CAN'T KNOCK OUT MY OVERSIZED PLAYMATE, BUT I CAN CERTAINLY SEE WHAT MAKES HIM TICK!
ALL RIGHT, HANDSOME--LET'S SEE YOUR AWARD-WINNING FACE!
GGRROWWLLLLL!!!

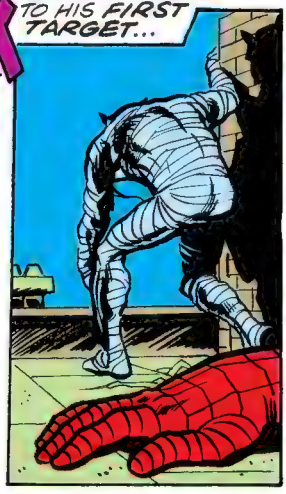


WHILE THE WEBBED WONDER REACTS WITH **SHOCK**, HIS BANDAGED NEMESIS **LUNGES** FORWARD...



...CRASHING A HELPLESS SPIDER-MAN INTO AN UNFORGIVING **BRICK WALL!**

HIS LUPINE FOE BARELY **NOTICES** THE UNCONSCIOUS SPIDER-MAN AS HE SHAMBLES OFF TO HIS **FIRST TARGET...**



...WHERE...
I SAID I WANTED THE **POLICE**, YOU INCOMPETENT MORON! **THE POLICE!**
NO, YOU DOLT, NOT THE **POLISH HAM COMPANY! POLICE! POLICE!**
YEAH? WELL, THE SAME TO **YOU**, FEL--

MASSIVE **HANDS** CRUSH JAMESON IN A POWERFUL GRIP...

...THEN CARRY HIM LIMPLY OFF AS IF HE WERE NOTHING MORE THAN A **RAG DOLL!**

AND ALL THE WHILE J. JONAH JAMESON NEVER KNOWS THAT HIS ATTACKER HAPPENS TO BE-- **JOHN JAMESON --HIS OWN SON...**
...NOW IN THE BODY OF-- **THE MAN-WOLF!**

NEXT ISSUE: A DEADLY CHASE THROUGH MANHATTAN, AND **FOUR** LIVES HANG IN THE BALANCE. YOU **MUST** BE HERE FOR--

ON THE TRAIL OF-- THE MAN-WOLF!

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the AMAZING SPIDER-MAN®
THE SOUL-SEARING CLIMAX TO SPIDEY'S MOST DEADLY BATTLE!
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MARVEL'S TV SENSATION!
pollard
MILGROM
NEVER BEFORE SUCH A SURPRISE SHOCK ENDING!!
MAYHEM IS THE MAN-WOLF!

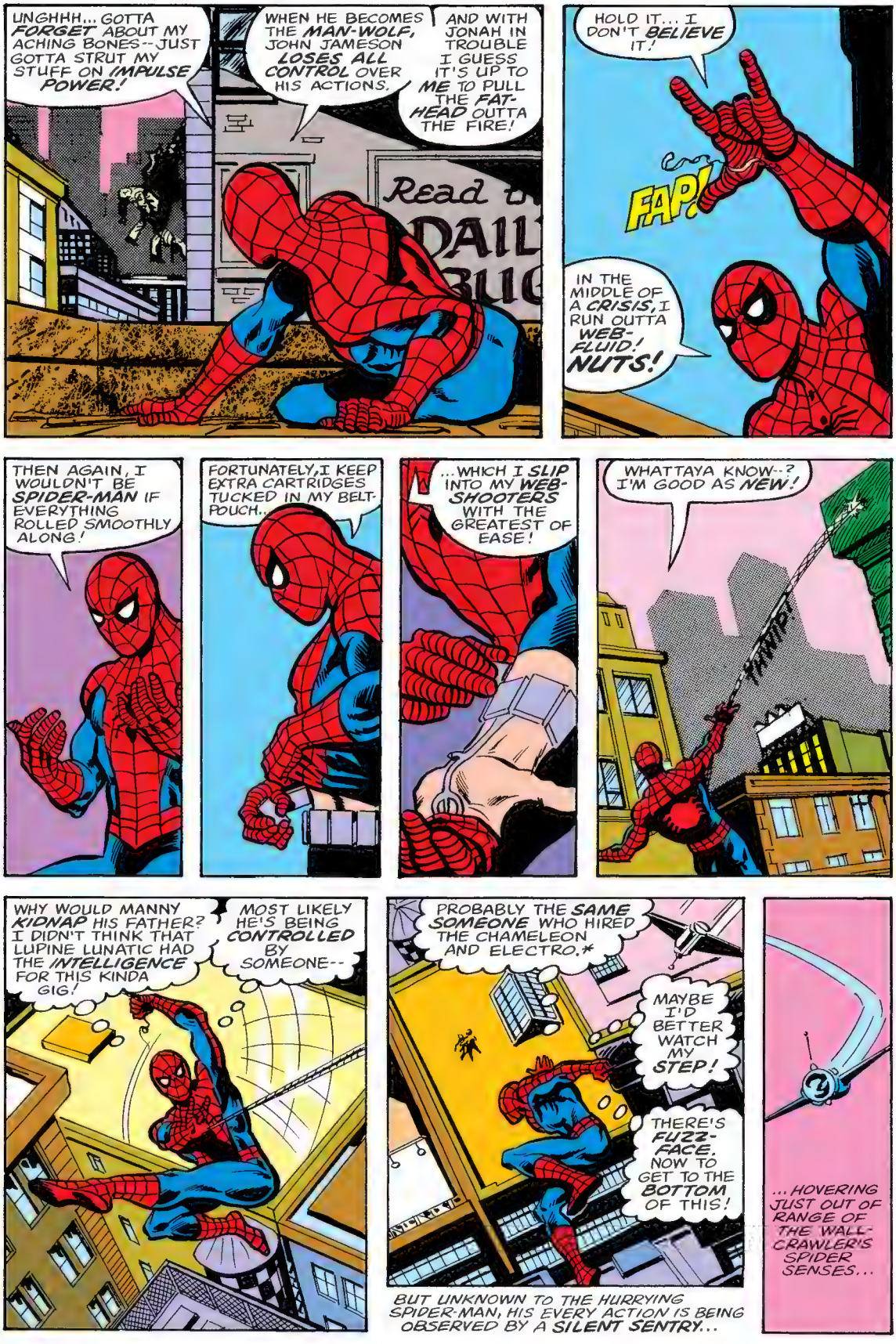
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

MARV WOLFMAN WRITER/EDITOR / JOHN BYRNE LAYOUTS / JIM MOONEY FINISHES / NOVAK LETTERER / MICHELE W. COLORIST / SHOOTER CON. ED.

IN SEARCH OF THE MAN-WOLF!

OH NO! THE MAN-WOLF'S GOT JAMESON!
A WEREWOLF MARAUDING IN MIDTOWN MANHATTAN? J. JONAH JAMESON KIDNAPPED? SPIDEY BARELY CONSCIOUS?
YOU MAY ASK YOURSELF-- WHAT THE HECK IS GOING ON?
GOOD QUESTION! READ ALONG AND FIND OUT!
SO WHY AM I LYING HERE LIKE I'M WAITING FOR A MOON TAN?
LG246


UNGHHH... GOTTA FORGET ABOUT MY ACHING BONES--JUST GOTTA STRUT MY STUFF ON IMPULSE POWER!
WHEN HE BECOMES THE MAN-WOLF, JOHN JAMESON LOSES ALL CONTROL OVER HIS ACTIONS.
AND WITH JONAH IN TROUBLE I GUESS IT'S UP TO ME TO PULL THE FAT-HEAD OUTTA THE FIRE!
HOLD IT... I DON'T BELIEVE IT!
FAP!
IN THE MIDDLE OF A CRISIS, I RUN OUTTA WEB-FLUID! NUTS!
THEN AGAIN, I WOULDN'T BE SPIDER-MAN IF EVERYTHING ROLLED SMOOTHLY ALONG!
FORTUNATELY, I KEEP EXTRA CARTRIDGES TUCKED IN MY BELT-POUCH...
...WHICH I SLIP INTO MY WEB-SHOOTERS WITH THE GREATEST OF EASE!
WHATTAYA KNOW--? I'M GOOD AS NEW!
THWIPP!
WHY WOULD MANNY KIDNAP HIS FATHER? I DIDN'T THINK THAT LUPINE LUNATIC HAD THE INTELLIGENCE FOR THIS KINDA GIG!
MOST LIKELY HE'S BEING CONTROLLED BY SOMEONE--
PROBABLY THE SAME SOMEONE WHO HIRED THE CHAMELEON AND ELECTRO.*
MAYBE I'D BETTER WATCH MY STEP!
THERE'S FUZZ-FACE. NOW TO GET TO THE BOTTOM OF THIS!
...HOVERING JUST OUT OF RANGE OF THE WALL-CRAWLER'S SPIDER SENSES...
BUT UNKNOWN TO THE HURRYING SPIDER-MAN, HIS EVERY ACTION IS BEING OBSERVED BY A SILENT SENTRY...

...AND ON THE OTHER END OF THAT ELECTRONIC MARVEL...
LOOK AT HIM, BLITHELY IGNORANT OF HIS IMPENDING DEMISE!
YET, WHEN HE BREATHES HIS LAST, I WANT HIM TO KNOW WHO IS RESPONSIBLE!
I WANT HIM TO SUFFER EVEN AS I'VE SUFFERED-- FOR, AFTER TOO MANY ATTEMPTS--
--SPENCER SMYTHE WILL FINALLY CRUSH THE WEB-SLINGER-- FOREVER!
COUGH! COUGH! :CHOKE: CCHHCHRUUMMPHHH!! SWEET HEAVEN, I MUST LIVE LONG ENOUGH TO SEE HIS DOOM! I MUST!
YET, WITH EVERY PASSING DAY I BECOME WEAKER...
...AND I DEPEND MORE ON THESE BLASTED PILLS THAT ONLY DELAY THE INEVITABLE!
SP-SPIDER-MAN AND JAMESON SHALL DIE TOGETHER-- THEY JOINTLY HAVE KILLED ME!
WHEN JAMESON FOUND ME I WAS AN ORDINARY DEDICATED SCIENTIST-- HE PAID ME TO CREATE THE FIRST SPIDER-SLAYER!
TIME AND TIME AGAIN I FAILED... UNTIL I BECAME TOTALLY OBSESSED WITH THE WALL-CRAWLER'S DESTRUCTION!
AND NEVER ONCE DID I REALIZE THE RADIOACTIVE MATERIALS I USED WERE KILLING ME!
JAMESON DROVE ME MAD IN TRYING TO SLAY SPIDER-MAN... AND SPIDER-MAN TURNED ME INSANE EVERY TIME HE SURVIVED!
NOW... AT MY DEATH'S DOOR, I MUST SUCCEED... AND THE MAN-WOLF IS MY FINAL HOPE!

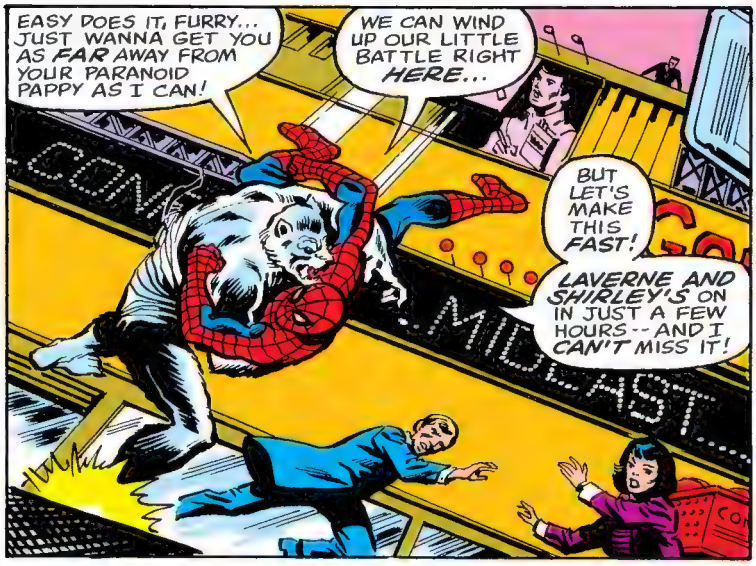
"HOW IRONIC IT WILL BE... THE SON SHALL SLAY THE FATHER, AND THEN SLAY SPIDER-MAN IN TURN. MY ULTIMATE SPIDER-SLAYER!"
BUT...
UHNNN... WH-WHAT HAPPENED TO M...
GOOD LORD! JOHN!
GROWLLL
JOHN! WH-WHAT ARE YOU DOING? ANSWER ME, BLAST IT! I'M YOUR FATHER!
BUT THE SILENT MAN-WOLF ONLY GROWLS AN UNINTELLIGIBLE REPLY, AND LEAPS--
-- WHICH LITERALLY BRINGS DOWN THE ROOF OF THE NEW YORK AUTO SHOW...
KRASH!
THIS MONTH, CAR DEALERS HAVE GIVEN THEIR CUSTOMERS A CHOICE BETWEEN GAZING AT THEIR NEW '79 NUMBERS...
...OR THE MYRIAD BIKINIED MODELS HIRED TO DISTRACT THEIR CLOSE PERUSAL AND ENTICE EXTRAVAGANT BUYING...
WHAT IS THIS? ANOTHER PUBLICITY STUNT?
I-I DON'T THINK SO! I'M GETTING OUTTA HERE!
WHAT? YOU DON'T WANT A RINGSIDE SEAT TO THE GREATEST FIGHT SINCE WILBUR TOOK ON MR. ED?
SHAME, SHAME-- THEY'LL BE TALKING ABOUT THIS FOR MINUTES AT LEAST!
BOK
YOU? SPIDER-MAN?
YOU NOTICED ME, JONAH? WANT MY AUTOGRAPH?
DON'T YOU DARE, HARM MY SON, YOU MASKED MISFIT!
FTOK
UNGHHH! SURE YOU HAVEN'T GOT THAT WRONG, JONAH?
I FELT THAT PUNCH CLEAN THROUGH TO MY SOCKS!
WHAT DO THEY FEED ASTRO-NAUTS-CUM-WEREWOLVES? COBALT BOMBS?
SPAK
SPAKK

THEN, WITH A FIERCE, GUTTURAL GROWL SWELLING IN HIS THROAT, THE MAN-WOLF REACHES FOR A SMALL AUTO...
... AND, WITH AN IMPOSSIBLE DISPLAY OF SINEW AND MUSCLE, HEAVES IT AT A CERTAIN AWE-STRUCK SPIDER-MAN.
I DON'T BELIEVE IT-- HE'S STRONGER THAN EVER!
ISN'T THAT PEACHY? HE WAS ALMOST UNBEAT-ABLE BEFORE--
--NOW HE'LL PROBABLY BE DOWN-RIGHT IMPOSSIBLE TO STOP!
WHY DIDN'T I GO INTO THE ALUMINUM-SIDING BUSINESS?
KRAK
THEN, SEEMINGLY FROM NOWHERE...
PLEASE, JOHN-- DON'T! THIS IS YOUR FATHER SPEAKING!
SURELY YOU REMEMBER ME, SON?
YOU DO REMEMBER --DON'T YOU?
AS IF IN ANSWER...
RROARRR
SWAK
GOOD HEAVENS... THAT BEAST WILL MURDER HIM! WH-WHAT DO I DO?
UH OH, THAT SCARED ROOKIES REACHING FOR HIS GUN!
CAN'T LET HIM USE IT!

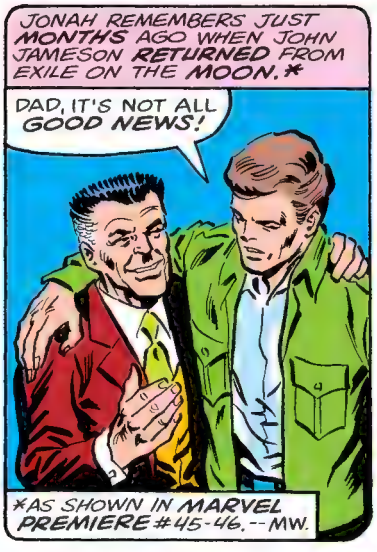
SORRY, PAL. GUNS ARE A NO-NO!
WH-WHAT DO YOU THINK YOU'RE DOING?
PROBABLY MAKING SURE YOU LIVE TO MAKE SERGEANT, GUY!
SCOOT! GO WRITE OUT PARKING TICKETS OR SOMETHING!
THIS KINDA ACTION IS WHAT I'M BUILT FOR!
BUT...
BLAST! THAT WEBBED MENACE IS AFTER JOHN! EH--?
TH-THAT GUN!?!
MEAN-WHILE...
GOTTA PLAY THIS JUST RIGHT! DON'T WANNA HURT 'IM, BUT I CAN'T LET FUZZY ROAM AROUND FREE!
GOTTA TAKE 'IM OUT FAST... THEN FIND A CURE FOR HIM!
MAYBE CURT CONNORS CAN HELP!
C'MON, CUDDLES, DON'T MAKE THIS HARD FOR BOTH OF US. GO BACK INTO YOUR CAGE!
BAM!
WOW! I GAVE 'IM MY BEST, AND ALL I DID WAS STUN HIM!
MAN-WOLF STAGGERS FOR A MOMENT, BUT THAT IS ENOUGH TIME FOR THE WEB-SLINGER TO WADE INTO HIM ONCE MORE, AND...
BAROKK
AT LEAST THAT GOT 'IM OFF HIS FEET!
BUT WHAT DO I HAVE TA DO TO MAKE HIM STOP?
HARRIET! TELL MR. SIMMONS I QUIT!
I CAN'T! I JUST QUIT, TOO!
IN WESTCHESTER...
MAN-WOLF!
THIS IS SMYTHE-- YOUR MASTER! MOVE OUT INTO THE OPEN!
THOSE CONFINED QUARTERS ONLY BENEFIT THAT BLASTED WALL-CRAWLER!

SUDDENLY...
LOOKEE THERE, WYOMING BILL. WANNA ROPE THAT CRITTER?
YEW ROPE 'IM, YA MANIAC. AH'M GITTIN' OUTTA HERE!
SPECIAL GUEST WYOMING BILL KELSO
BUT, BEFORE THE VETERAN RODEO SHOWMAN CAN GRACEFULLY MAKE HIS FRANTIC RETREAT...
AH'M GONNA SUE SOMEONE! AH'M GONNA SUE EVERYONE!
GROWL
FRANKLY, MARVELITE, WE DON'T THINK THE MAN-WOLF CARES ABOUT ANY IMPENDING LEGAL ACTION...
--HIS INTERESTS SEEM INTENT ON ESCAPING...
OBOY... BETTER BRACE THE OL' LEGS, WEB-HEAD...
MANNY'S CHUCKING A HALF-TON LIKE IT'S A MEDICINE BALL!
DON'T KNOW IF MY WEBBING'LL HOLD IT! IT'S BEEN LOSING ITS STRENGTH THESE PAST MONTHS...
AND LIKE A FOOL I HAVEN'T TAKEN THE TIME TO CHECK IT OUT!
THERE! I GOT A BLOCKADE SET UP-- AND IT'S TRIPLE-STRENGTH! BUT WILL IT BE ENOUGH?
APPARENTLY, IT IS. FOR THE NEXT MOMENT...
STUBBORN LITTLE CUSS-- HE'S GRABBED JONAH AGAIN!
MAYBE I OUGHTTA LET 'IM KEEP HIM!
HECK, WHAT AM I THINKING?
BEING WITH JONAH MIGHT GIVE FUZZ-FACE A TERMINAL HEADACHE-- IF NOT ACID INDIGESTION!

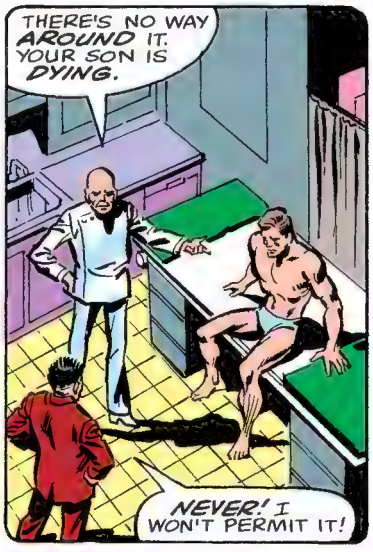
GOTTA GIVE MANNY CREDIT-- HE SURE MOVES FAST!
FROM 59TH STREET TO TIMES SQUARE-- IN ONE MINUTE!
LET'S SEE MARIO ANDRETTI BEAT THAT!
GIVE ME YOUR HAND, JONAH-- WORM FREE!
LET GO, BLAST YOU! HE DOESN'T KNOW WHAT HE'S DOING! HE COULD KILL ME!
NO SUCH LUCK, FROG-FACE-- NOW MOVE!
JUMP DOWN TO THAT SIGN AND MAKE LIKE CLAUDE RAINS!
I'LL PRO--
FTOK
--TECT YOU--?
AND WHILE I DO, WHO'S GONNA PROTECT ME?
LESSON ONE: WATCH OUT FOR HIS RIGHT HOOK! IT'S A KILLER!
JUST GREAT, JONAH'S ROOTED THERE WITH HIS MOUTH HANGING OPEN LIKE AN AD FOR JAWS 2!
WHAT ARE YOU WAITING FOR, FLAT-HEAD? THE BUS TO SYOSSET?
RUN, YOU BOZO-- RUN!
THE BIG SHEEP AND HANS THE HERDER
THOK

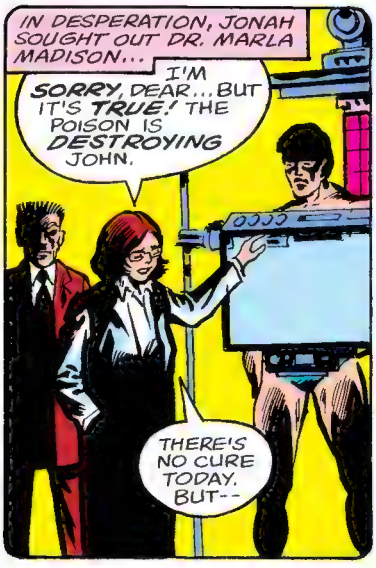

EASY DOES IT, FURRY... JUST WANNA GET YOU AS FAR AWAY FROM YOUR PARANOID PAPPY AS I CAN!
WE CAN WIND UP OUR LITTLE BATTLE RIGHT HERE...
BUT LET'S MAKE THIS FAST!
LAVERNE AND SHIRLEY'S ON IN JUST A FEW HOURS--AND I CAN'T MISS IT!

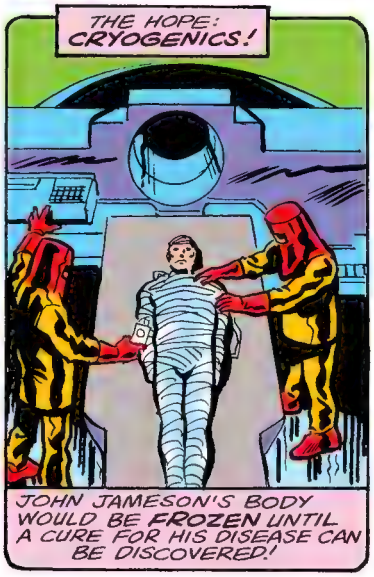
ONCE THE MEMORIES BEGIN, THEY COME FLOODING...



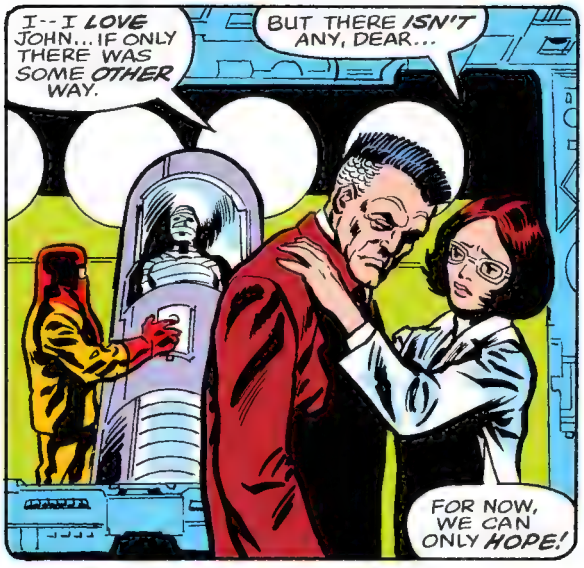
*AS SHOWN IN MARVEL PREMIERE #45-46,--MW.



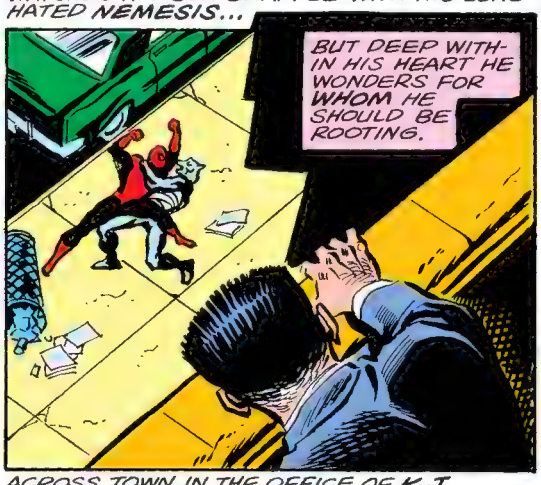

IN DESPERATION, JONAH SOUGHT OUT DR. MARLA MADISON...
I'M SORRY, DEAR... BUT IT'S TRUE! THE POISON IS DESTROYING JOHN.
THERE'S NO CURE TODAY. BUT--



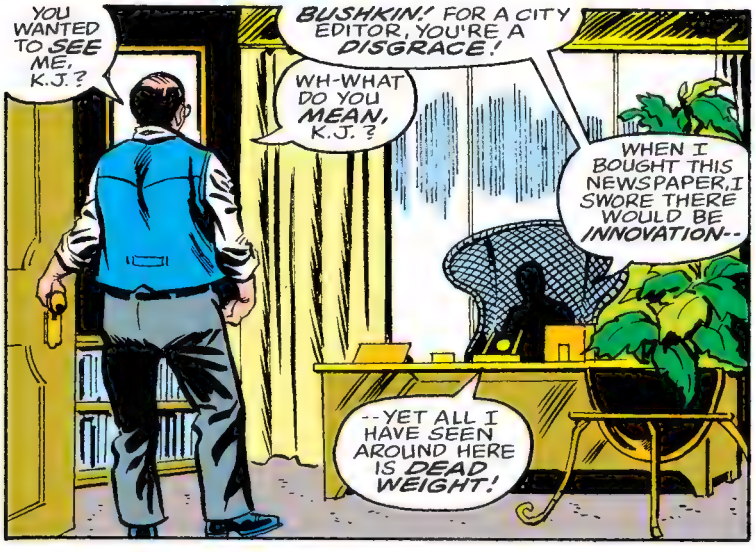
JOHN JAMESON'S BODY WOULD BE FROZEN UNTIL A CURE FOR HIS DISEASE CAN BE DISCOVERED!



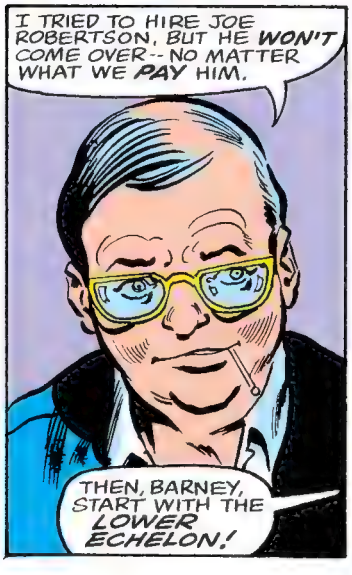
THE MEMORIES NOW END AS JONAH WATCHES HIS SON GRAPPLE WITH HIS LONG-HATED NEMESIS...

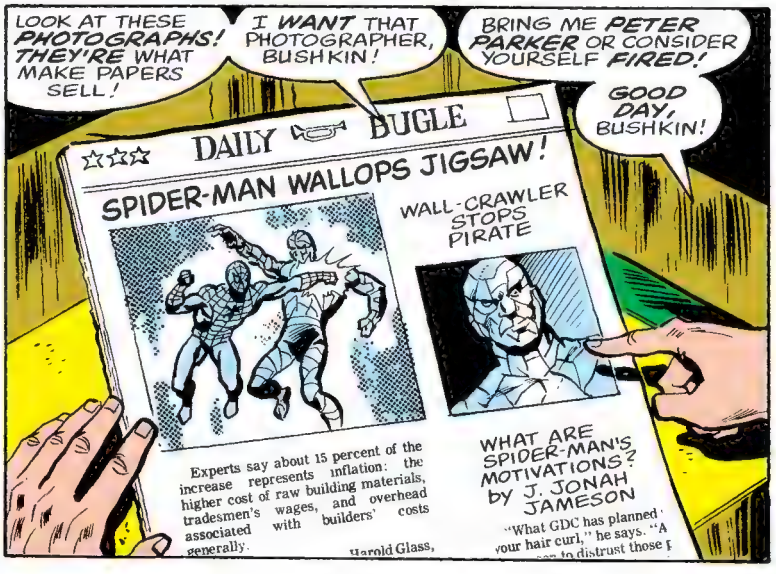


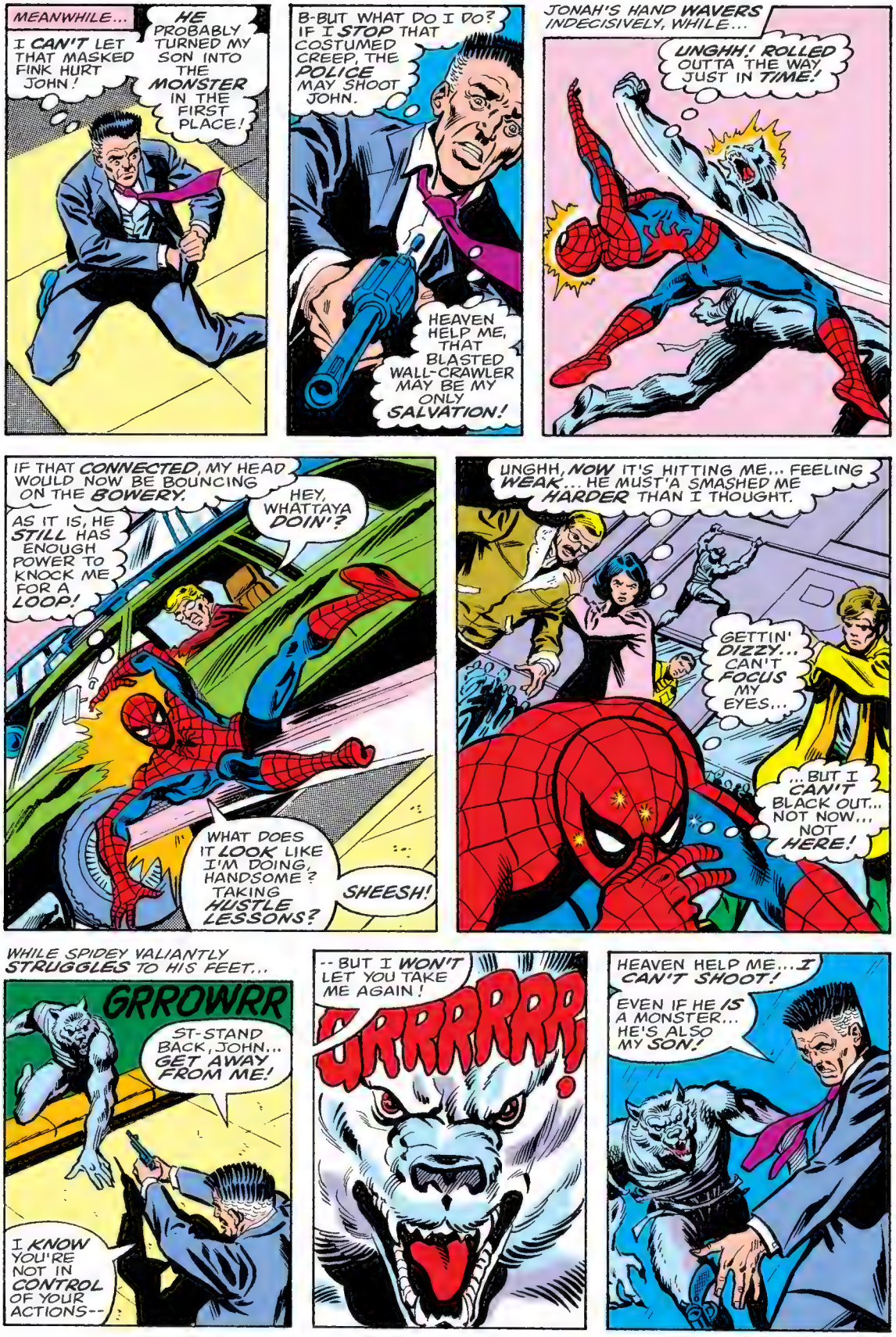
ACROSS TOWN, IN THE OFFICE OF K.J. CLAYTON, PUBLISHER OF THE NEW YORK DAILY GLOBE.

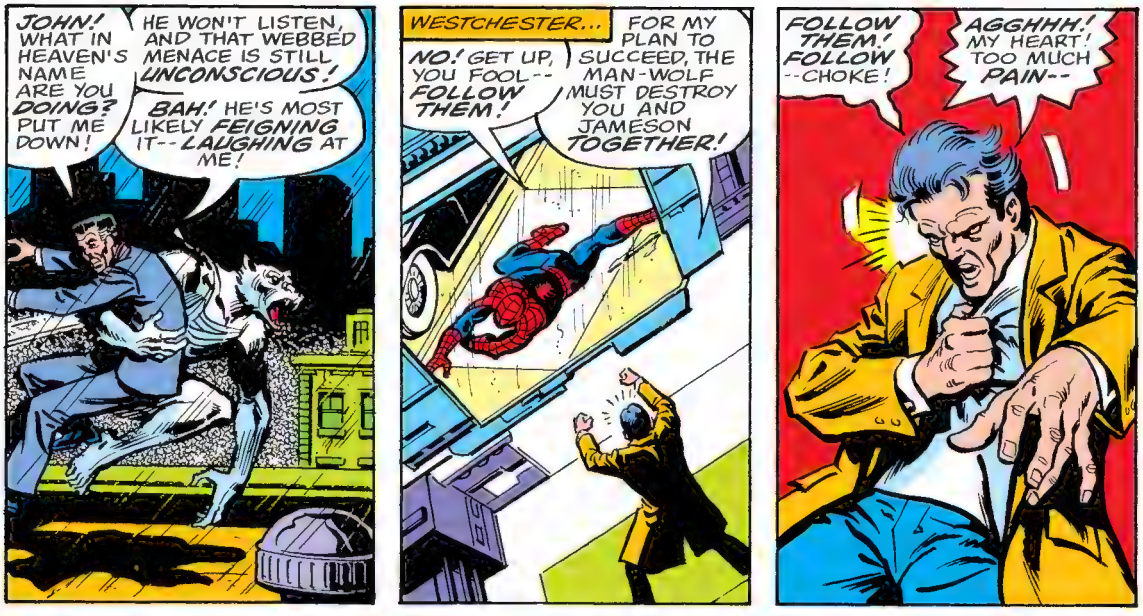

YOU WANTED TO SEE ME, K.J.?
BUSHKIN! FOR A CITY EDITOR, YOU'RE A DISGRACE!
WH-WHAT DO YOU MEAN, K.J.?
WHEN I BOUGHT THIS NEWSPAPER, I SWORE THERE WOULD BE INNOVATION--
--YET ALL I HAVE SEEN AROUND HERE IS DEAD WEIGHT!

DO YOU UNDERSTAND WHAT I AM SAYING, BUSHKIN?
Y-YES, K.J. ... I MEAN NO, K.J. I--I MEAN--
YOU MEAN NOTHING, BUSHKIN. WHAT YOU WILL DO IS FIND A BETTER STAFF, HIRE AWAY HALF THE BUGLE'S PEOPLE. PAY WHAT YOU HAVE TO!

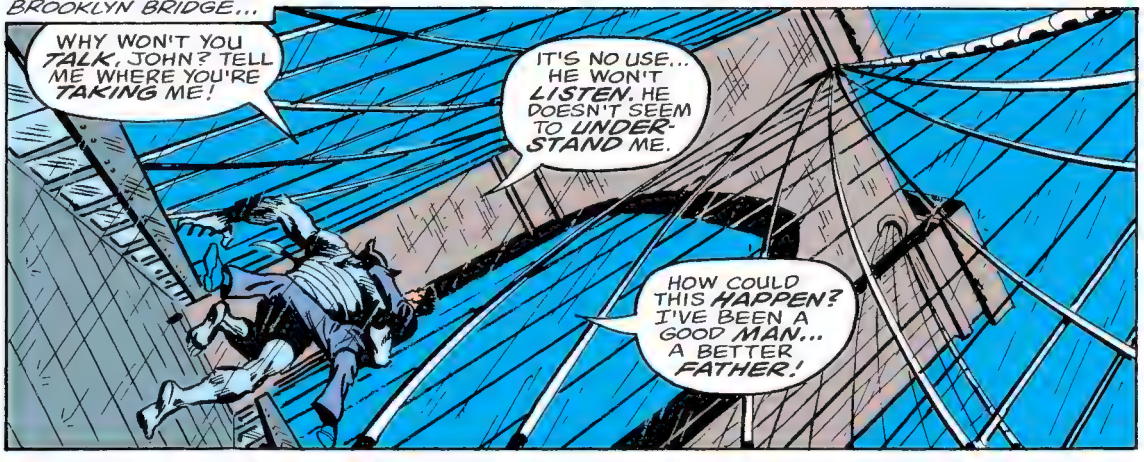


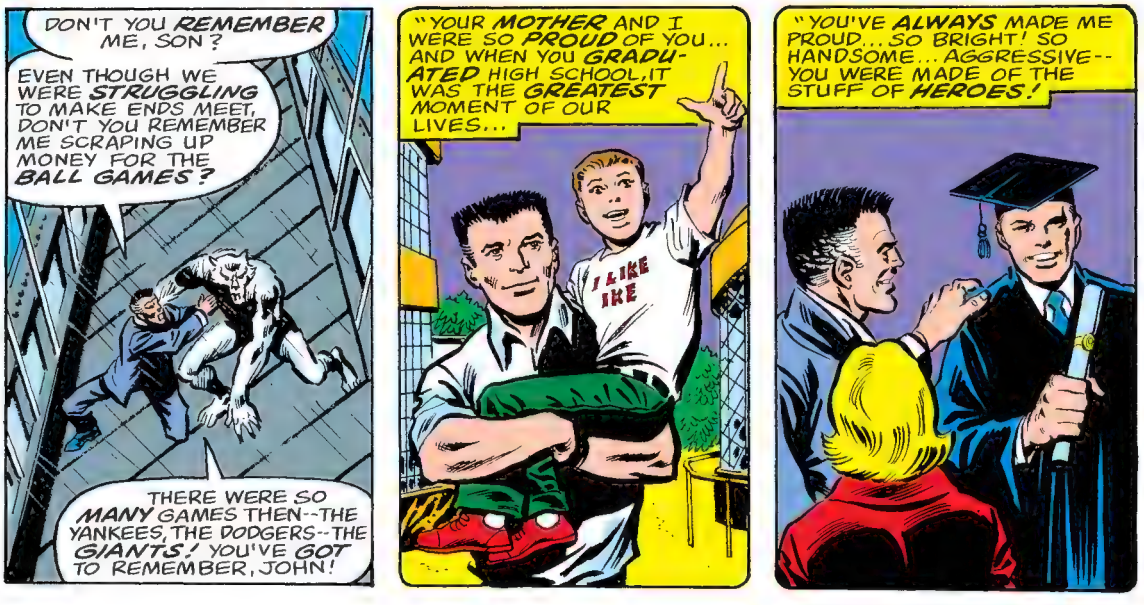

LOOK AT THESE PHOTOGRAPHS! THEY'RE WHAT MAKE PAPERS SELL!
I WANT THAT PHOTOGRAPHER, BUSHKIN!
BRING ME PETER PARKER OR CONSIDER YOURSELF FIRED!
GOOD DAY, BUSHKIN!
DAILY BUGLE
☆☆☆
SPIDER-MAN WALLOPS JIGSAW!
WALL-CRAWLER STOPS PIRATE
Experts say about 15 percent of the increase represents inflation: the higher cost of raw building materials, tradesmen's wages, and overhead associated with builders' costs generally.
Harold Glass,
WHAT ARE SPIDER-MAN'S MOTIVATIONS? by J. JONAH JAMESON
"What GDC has planned
your hair curl," he says. "A
to distrust those

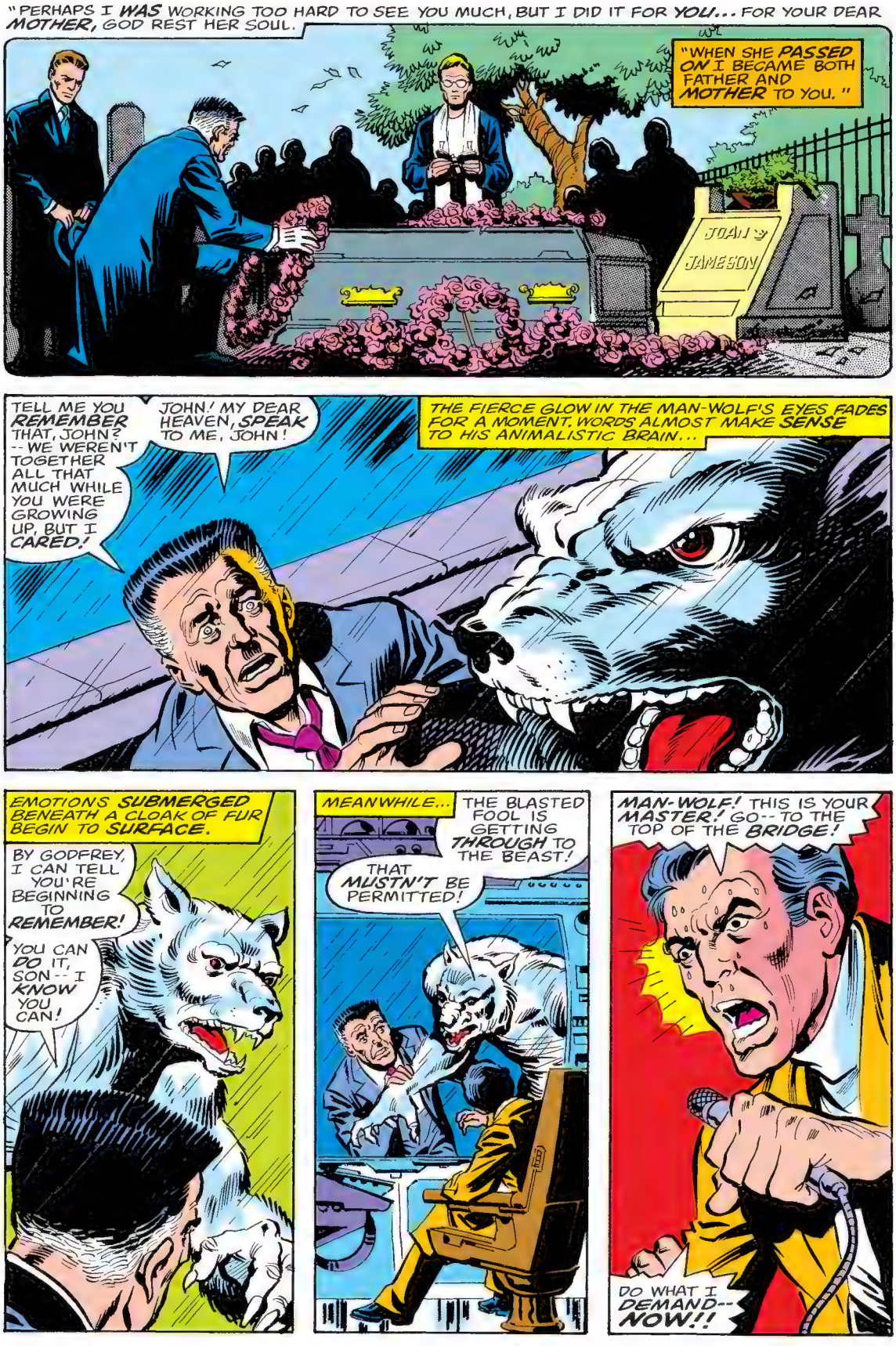

MEANWHILE...
I CAN'T LET THAT MASKED FINK HURT JOHN!
HE PROBABLY TURNED MY SON INTO THE MONSTER IN THE FIRST PLACE!
B-BUT WHAT DO I DO? IF I STOP THAT COSTUMED CREEP, THE POLICE MAY SHOOT JOHN.
HEAVEN HELP ME, THAT BLASTED WALL-CRAWLER MAY BE MY ONLY SALVATION!
JONAH'S HAND WAVERS INDECISIVELY, WHILE...
UNGHH! ROLLED OUTTA THE WAY JUST IN TIME!
IF THAT CONNECTED, MY HEAD WOULD NOW BE BOUNCING ON THE BOWERY.
AS IT IS, HE STILL HAS ENOUGH POWER TO KNOCK ME FOR A LOOP!
HEY, WHATTAYA DOIN'?
WHAT DOES IT LOOK LIKE I'M DOING, HANDSOME? TAKING HUSTLE LESSONS?
SHEESH!
UNGHH, NOW IT'S HITTING ME... FEELING WEAK... HE MUST'A SMASHED ME HARDER THAN I THOUGHT.
GETTIN' DIZZY... CAN'T FOCUS MY EYES...
... BUT I CAN'T BLACK OUT... NOT NOW... NOT HERE!
WHILE SPIDEY VALIANTLY STRUGGLES TO HIS FEET...
GRROWRR
ST-STAND BACK, JOHN... GET AWAY FROM ME!
I KNOW YOU'RE NOT IN CONTROL OF YOUR ACTIONS--
-- BUT I WON'T LET YOU TAKE ME AGAIN!
GRRRRRR!
HEAVEN HELP ME... I CAN'T SHOOT!
EVEN IF HE IS A MONSTER... HE'S ALSO MY SON!


JOHN! WHAT IN HEAVEN'S NAME ARE YOU DOING? PUT ME DOWN!
HE WON'T LISTEN, AND THAT WEBBED MENACE IS STILL UNCONSCIOUS!
BAH! HE'S MOST LIKELY FEIGNING IT--LAUGHING AT ME!
WESTCHESTER...
NO! GET UP, YOU FOOL--FOLLOW THEM!
FOR MY PLAN TO SUCCEED, THE MAN-WOLF MUST DESTROY YOU AND JAMESON TOGETHER!
FOLLOW THEM! FOLLOW --CHOKE!
AGGHHH! MY HEART! TOO MUCH PAIN--

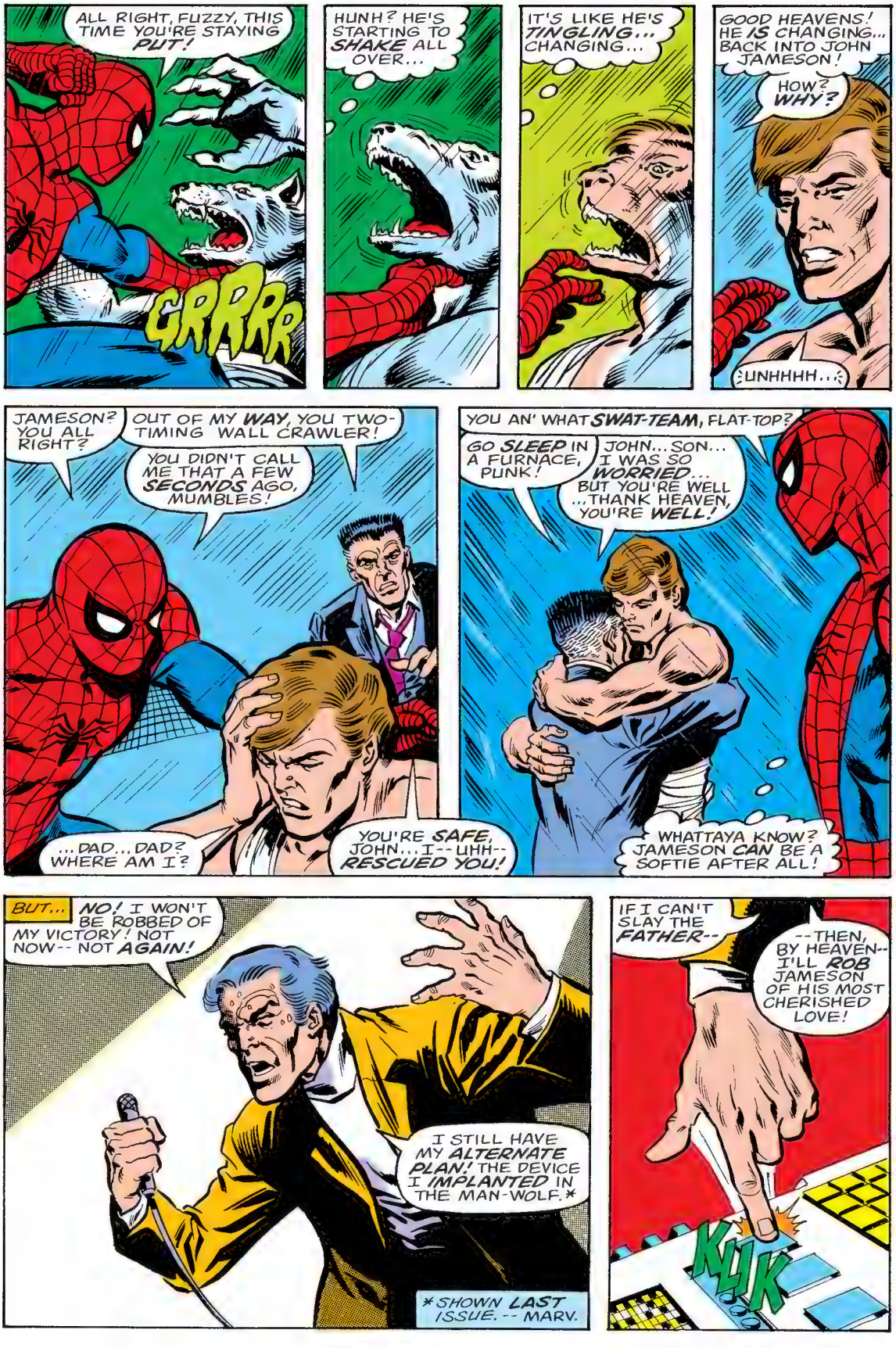
AS SPENCER SMYTHE REACHES FOR A **CHAIR**, A GRIM SCENE UNFOLDS DOWNTOWN AT THE BROOKLYN BRIDGE...

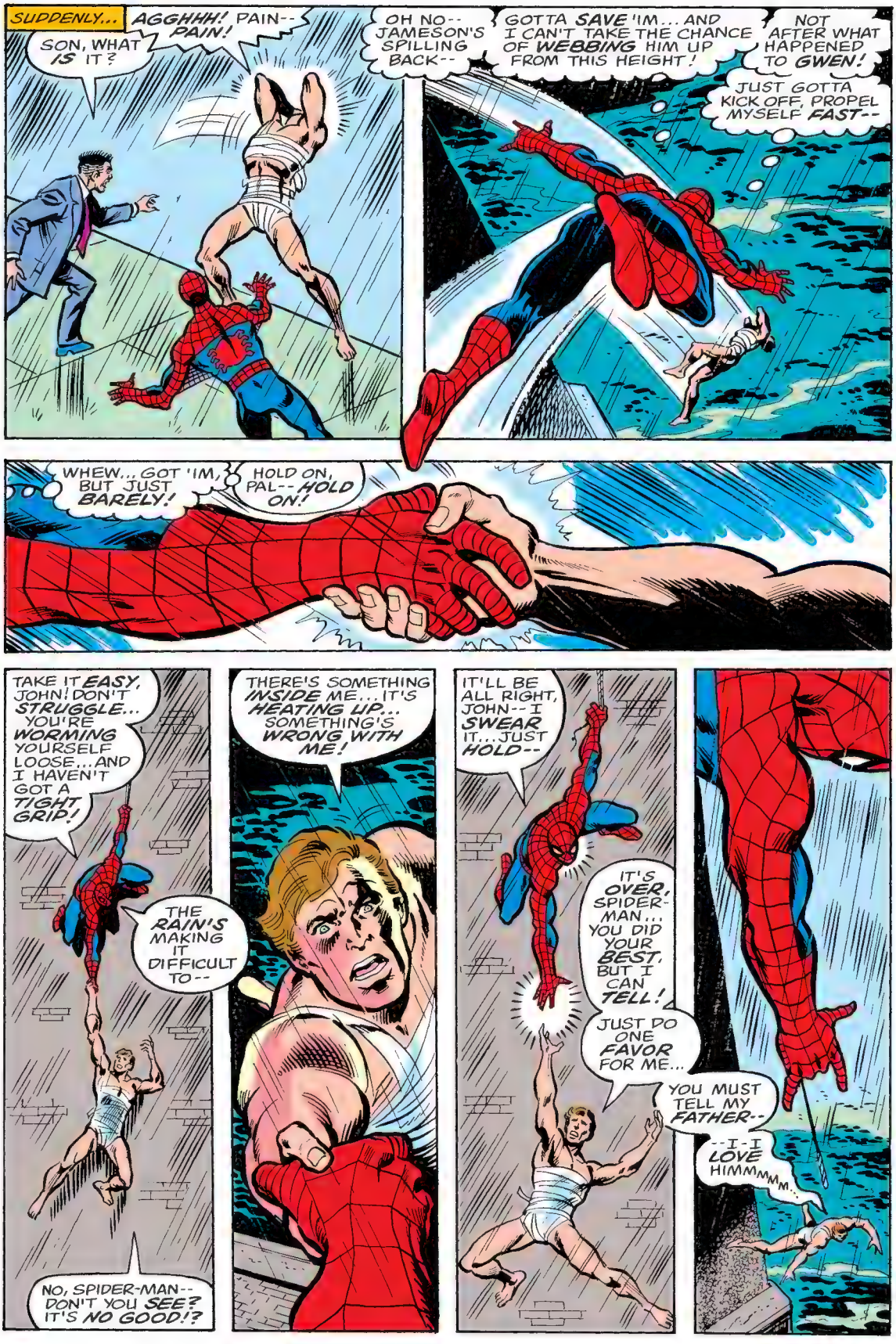

WHY WON'T YOU TALK, JOHN? TELL ME WHERE YOU'RE TAKING ME!
IT'S NO USE... HE WON'T LISTEN. HE DOESN'T SEEM TO UNDERSTAND ME.
HOW COULD THIS HAPPEN? I'VE BEEN A GOOD MAN... A BETTER FATHER!

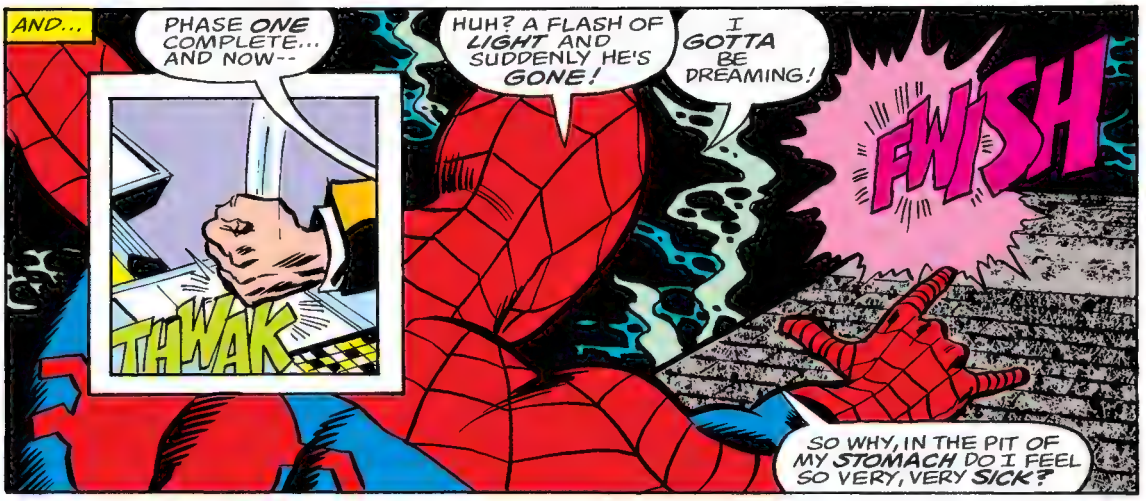

DON'T YOU REMEMBER ME, SON?
EVEN THOUGH WE WERE STRUGGLING TO MAKE ENDS MEET, DON'T YOU REMEMBER ME SCRAPING UP MONEY FOR THE BALL GAMES?
THERE WERE SO MANY GAMES THEN--THE YANKEES, THE DODGERS--THE GIANTS! YOU'VE GOT TO REMEMBER, JOHN!
"YOUR MOTHER AND I WERE SO PROUD OF YOU... AND WHEN YOU GRADUATED HIGH SCHOOL, IT WAS THE GREATEST MOMENT OF OUR LIVES...
I LIKE IKE
"YOU'VE ALWAYS MADE ME PROUD... SO BRIGHT! SO HANDSOME... AGGRESSIVE--YOU WERE MADE OF THE STUFF OF HEROES!


"PERHAPS I WAS WORKING TOO HARD TO SEE YOU MUCH, BUT I DID IT FOR YOU... FOR YOUR DEAR MOTHER, GOD REST HER SOUL.
"WHEN SHE PASSED ON I BECAME BOTH FATHER AND MOTHER TO YOU."
JOAN & JAMESON
TELL ME YOU REMEMBER THAT, JOHN? -- WE WEREN'T TOGETHER ALL THAT MUCH WHILE YOU WERE GROWING UP, BUT I CARED!
JOHN! MY DEAR HEAVEN, SPEAK TO ME, JOHN!
THE FIERCE GLOW IN THE MAN-WOLF'S EYES FADES FOR A MOMENT. WORDS ALMOST MAKE SENSE TO HIS ANIMALISTIC BRAIN...
EMOTIONS SUBMERGED BENEATH A CLOAK OF FUR BEGIN TO SURFACE.
BY GODFREY, I CAN TELL YOU'RE BEGINNING TO REMEMBER!
YOU CAN DO IT, SON -- I KNOW YOU CAN!
MEANWHILE...
THE BLASTED FOOL IS GETTING THROUGH TO THE BEAST!
THAT MUSTN'T BE PERMITTED!
MAN-WOLF! THIS IS YOUR MASTER! GO -- TO THE TOP OF THE BRIDGE!
DO WHAT I DEMAND -- NOW!!

SUDDENLY...
JEHOSOPHAT! WHAT'S HAPPENING? HE WAS STARTING TO CALM DOWN, AND NOW-- ?
JOHN!??
BUT JONAH'S IMPLORING QUESTION IS ONLY ANSWERED WITH A FIERCE GUTTURAL GROWL. THEN, WITH A MIGHTY FOREARM, HE SCOOPS UP JAMESON, AND...
HE WON'T LISTEN TO ME... IT'S AS IF SOMETHING HAS TAKEN HIM OVER!
BLAST! WHERE'S THAT WEBBED FINK NOW?
YOU CAN NEVER TRUST THAT FILTHY WALL-CRAWLER WHEN YOU NEED HIM!
WHERE'S SPIDEY? LOOK FOR YOURSELF, WEBOPHILE...
NUTS! THIS DRIVING RAIN'S PLAYING HAVOC WITH MY SPIDER-SENSES... I CAN BARELY PICK UP A SIGNAL ANYWHERE!
MY ONLY CLUE IS THAT MANNY WAS HEADING DOWN-TOWN...
AND I'M SURE IT'S NOT FOR THE BARGAINS ON ORCHARD STREET.
WHOA... CLEAN LIVING AND TEETH BRUSHING WILL OUT ANY DAY!
WITHIN MOMENTS...
UNLESS MICHAEL LANDON'S DOING A REMAKE OF HIS OLD PIC-- THERE'S MY FUZZY-FACED FOE!
WOULDN'T YA KNOW IT--? HE PICKED HIGH GROUND TO STASH HIMSELF!
GOTTA GET JONAH TO SAFETY-- EVEN IF IT'LL MEAN HE'LL JUST WRITE ANOTHER NASTY EDITORIAL ABOUT ME!
SOMETIMES I WONDER WHY I LOVE THAT FLAT-HEADED FOOL.
WOW!!
IT CAN'T BE FOR HIS SUNNY DISPOSITION!
HOWDY, HAIRY-- MISS ME?
I CERTAINLY DIDN'T MISS YOU! SEE?
YOU FOUND ME?
DON'T REMIND ME, CHUCKLES! I MAY NEVER FORGIVE MYSELF!


ALL RIGHT, FUZZY, THIS TIME YOU'RE STAYING PUT!
GRRRR
HUNH? HE'S STARTING TO SHAKE ALL OVER...
IT'S LIKE HE'S TINGLING... CHANGING...
GOOD HEAVENS! HE IS CHANGING... BACK INTO JOHN JAMESON!
HOW? WHY?
UNHHHH...
JAMESON? YOU ALL RIGHT?
OUT OF MY WAY, YOU TWO-TIMING WALL CRAWLER!
YOU DIDN'T CALL ME THAT A FEW SECONDS AGO, MUMBLES!
...DAD...DAD? WHERE AM I?
YOU'RE SAFE, JOHN... I--UHH-- RESCUED YOU!
YOU AN' WHAT SWAT-TEAM, FLAT-TOP?
GO SLEEP IN A FURNACE, PUNK!
JOHN...SON... I WAS SO WORRIED... BUT YOU'RE WELL ...THANK HEAVEN, YOU'RE WELL!
WHATTAYA KNOW? JAMESON CAN BE A SOFTIE AFTER ALL!
BUT...
NO! I WON'T BE ROBBED OF MY VICTORY! NOT NOW-- NOT AGAIN!
I STILL HAVE MY ALTERNATE PLAN! THE DEVICE I IMPLANTED IN THE MAN-WOLF.*
*SHOWN LAST ISSUE. -- MARV.
IF I CAN'T SLAY THE FATHER--
--THEN, BY HEAVEN-- I'LL ROB JAMESON OF HIS MOST CHERISHED LOVE!
KLIK


SUDDENLY...
AGGHHH! PAIN--PAIN!
SON, WHAT IS IT?
OH NO--JAMESON'S SPILLING BACK--
GOTTA SAVE 'IM... AND I CAN'T TAKE THE CHANCE OF WEBBING HIM UP FROM THIS HEIGHT!
NOT AFTER WHAT HAPPENED TO GWEN!
JUST GOTTA KICK OFF, PROPEL MYSELF FAST--
WHEW... GOT 'IM, BUT JUST BARELY!
HOLD ON, PAL--HOLD ON!
TAKE IT EASY, JOHN! DON'T STRUGGLE... YOU'RE WORMING YOURSELF LOOSE... AND I HAVEN'T GOT A TIGHT GRIP!
THE RAIN'S MAKING IT DIFFICULT TO--
NO, SPIDER-MAN--DON'T YOU SEE? IT'S NO GOOD!?
THERE'S SOMETHING INSIDE ME... IT'S HEATING UP... SOMETHING'S WRONG WITH ME!
IT'LL BE ALL RIGHT, JOHN--I SWEAR IT... JUST HOLD--
IT'S OVER, SPIDER-MAN... YOU DID YOUR BEST, BUT I CAN TELL!
JUST DO ONE FAVOR FOR ME...
YOU MUST TELL MY FATHER--
--I-I LOVE HIMMMMM...


AND...
PHASE ONE COMPLETE... AND NOW--
THWAK
HUH? A FLASH OF LIGHT AND SUDDENLY HE'S GONE!
I GOTTA BE DREAMING!
FWISH
SO WHY, IN THE PIT OF MY STOMACH DO I FEEL SO VERY, VERY SICK?

GET YOUR HANDS OFF ME, YOU FILTHY KILLER!
YOU LET MY SON DIE ON PURPOSE! FOR REVENGE AGAINST EVERYTHING I'VE EVER SAID ABOUT YOU!
WHAA? IS YOUR CLOCK BROKEN, JAMESON? I RISKED MY LIFE...I--

LEAVE ME ALONE, MURDERER...
FOR ONCE IN YOUR MURDEROUS LITTLE LIFE-- LEAVE ME ALONE!
BUT... BUT...
FOR ONCE, SPIDER-MAN IS STUNNED INTO SILENCE. THOUGH HE KNOWS BETTER, STILL HE WONDERS -- DID HE HESITATE TO SAVE JOHN JAMESON? HE REMEMBERS ANOTHER GOOD MAN WHO DIED BECAUSE SPIDER-MAN STOOD BACK WHEN HE SHOULD HAVE ACTED. THERE ARE NO EASY ANSWERS AS SPIDER-MAN TURNS AND LEAVES. HE SAYS NOTHING, AND HE SULKS QUIET AND ALONE ALL THROUGH THE NIGHT...

NEXT **JUDGMENT DAY!**

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the AMAZING SPIDER-MAN®
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TM
...BATTLES THE MENACE OF THE LAST SPIDER-SLAYER!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

STAN LEE PRESENTS: THE AMAZING SPIDER-MAN®

MARV WOLFMAN / WRITER / EDITOR | KEITH POLLARD & M. ESPOSITO / ILLUSTRATORS | RICK PARKER / LETTERER | CARL GAFFORD / COLORIST | JIM SHOOTER / CON. EDITOR

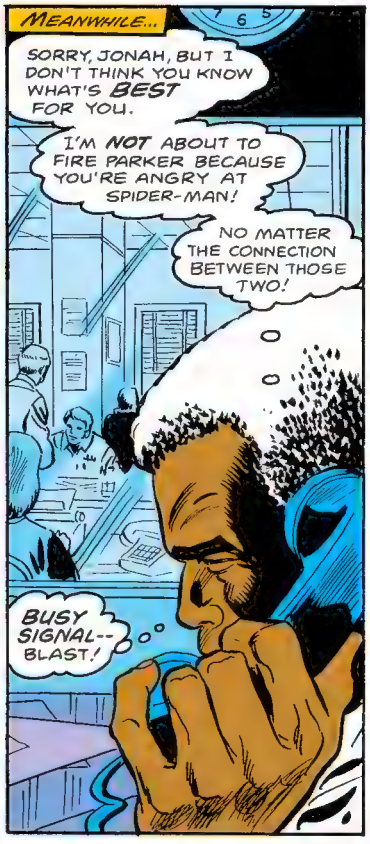
WANTED FOR MURDER: SPIDER-MAN!

LET'S GET RIGHT TO THE POINT: J. JONAH JAMESON, PUBLISHER OF THE NEW YORK DAILY BUGLE, IS NOT A HAPPY MAN!
THE WHYS AND WHEREFORES WILL BECOME CLEAR AS YOU READ ALONG...
I DON'T CARE WHAT YOU SAY! SPIDER-MAN KILLED MY SON!!
AND SO HELP ME, I'LL SEE HIM FRY!
LG358

I WANT A WARRANT OUT FOR HIS ARREST IMMEDIATELY!
WHAT? WHAT DO YOU MEAN THERE'S NO PROOF! NO BODY? I SAW HIM KILL JOHN!
YOU SAY MY WORD ISN'T ENOUGH? IT WON'T HOLD IN COURT? BLAST YOU, TOWER-- DO YOU KNOW WHO I AM?
ONE EDITORIAL IN MY PAPER AND YOU'LL BE LOOKING FOR YOUR NEXT CASE IN A LIQUOR STORE AND NOT A LEGAL COURT!
OH YEAH? SAME TO YOU, TOWER!
IN
OUT
STUPID MORON! JUST WAIT TILL HE SEES WHAT THE BUGLE CAN DO TO HIM!
YOU! KID! WHAT ARE YOU BOTHERING ME FOR?
SORRY, MR. JAME-SON--
--MR. ROBERTSON TOLD ME YOU WANTED TO SEE THE MOCK-UP OF OUR MORNING EDITION!
HE SAID IF YOU WANTED THE HEADLINE ANY BIGGER, YOU'D HAVE TO PRINT A SUPPLEMENT!
DAILY Bugle
SPIDER-MAN KILLER!
"SPIDER-MAN KILLER!" PERFECT, SIMPLY PERFECT! I'VE BEEN WAITING TO PRINT THAT HEAD-LINE FOR YEARS!
I JUST HAD A BRILLIANT IDEA--WE'LL LOWER THE PRICE TO A DIME! I WANT EVERYONE TO READ MY EDITORIAL!
WELL, ARE YOU WAITING FOR AN EARTHQUAKE? MOVE! MOVE!
THIS IS A BUSINESS NOT A NURSERY SCHOOL!
JONAH-- DO YOU HAVE A MOMENT?
MR. JAMESON, ABOUT THE NUCLEAR THEFT STORY--?
GET LOST, LESSMAN.
JONAH--?
FOLLOW ME, MARLA... WE'LL TALK ON THE RUN.

ALL RIGHT, ROBERTSON, WHAT'S THIS ABOUT YOU CUTTING OUT MY EDITORIAL?
WHO'S THE BOSS HERE, ROBERTSON? THE CITY EDITOR OR THE PUBLISHER?
SORRY, JONAH, BUT LEGAL SAYS YOUR COMMENTS WILL BE CONSIDERED LIBELOUS--SPIDER-MAN IS NEITHER CHARGED NOR PROVEN GUILTY.
YOU CAN'T ACCUSE HIM OF MURDER WITHOUT RISKING A LAWSUIT!
I DON'T GIVE A HOOT ABOUT LEGAL, ROBERTSON. SPIDER-MAN KILLED MY SON!
I WON'T STOP HOUNDING HIM UNTIL I SEE HIM NAILED!
LIKE ANOTHER INNOCENT MAN WAS NAILED, JONAH?
DON'T TALK BACK TO ME, MISTER ROBERTSON. SPIDER-MAN KILLED MY SON.
I'M NOT GOING TO BE STOPPED, ROBERTSON. YOU'VE MOLLYCODDLED ME LONG ENOUGH. BUT NO MORE!
I'LL SEE THAT MURDERER STRUNG UP IN TIMES SQUARE, SO HELP ME!
WHATEVER YOU SAY, JONAH. BY THE WAY, WHILE YOU'RE HERE, I NEED YOUR OKAY FOR A SPECIAL ASSIGNMENT.
THE EGYPTIAN DELEGATION IS FLYING INTO TOWN TOMORROW TO APPEAR AT THE KING TUT EXHIBITION.
PETER PARKER COULD USE SOME EXTRA MONEY. DO YOU MIND IF I ASSIGN HIM AND NOT A STAFF PHOTOGRAPHER?
PARKER? NO, IT ISN'T ALL RIGHT, ROBERTSON.
I DON'T KNOW HOW, BUT THERE'S ALWAYS BEEN SOME CONNECTION BETWEEN PARKER AND SPIDER-MAN!
I WANT PARKER FIRED--AS OF RIGHT NOW!
JONAH, THAT ISN'T PLAYING FAIR, PETER'S GIVEN YOU GREAT PHOTOGRAPHS IN THE PAST.
ROBERTSON, LET ME TEACH YOU THE FACTS OF LIFE!
I OWN THIS NEWSPAPER. I DON'T HAVE TO PLAY FAIR!
PARKER'S FIRED! PERIOD! END OF CONVERSATION!

I'M SURROUNDED BY SOFT-HEARTED AND SOFT-HEADED LIBERALS!
WHERE'S THEIR GRATITUDE? WITHOUT ME, THEY'D BE WALKING THE STREETS!
JONAH, YOU'VE GOT TO TAKE IT EASY! REMEMBER YOUR HEART!
C'MON, MARLA, I'VE GOT AN IDEA!

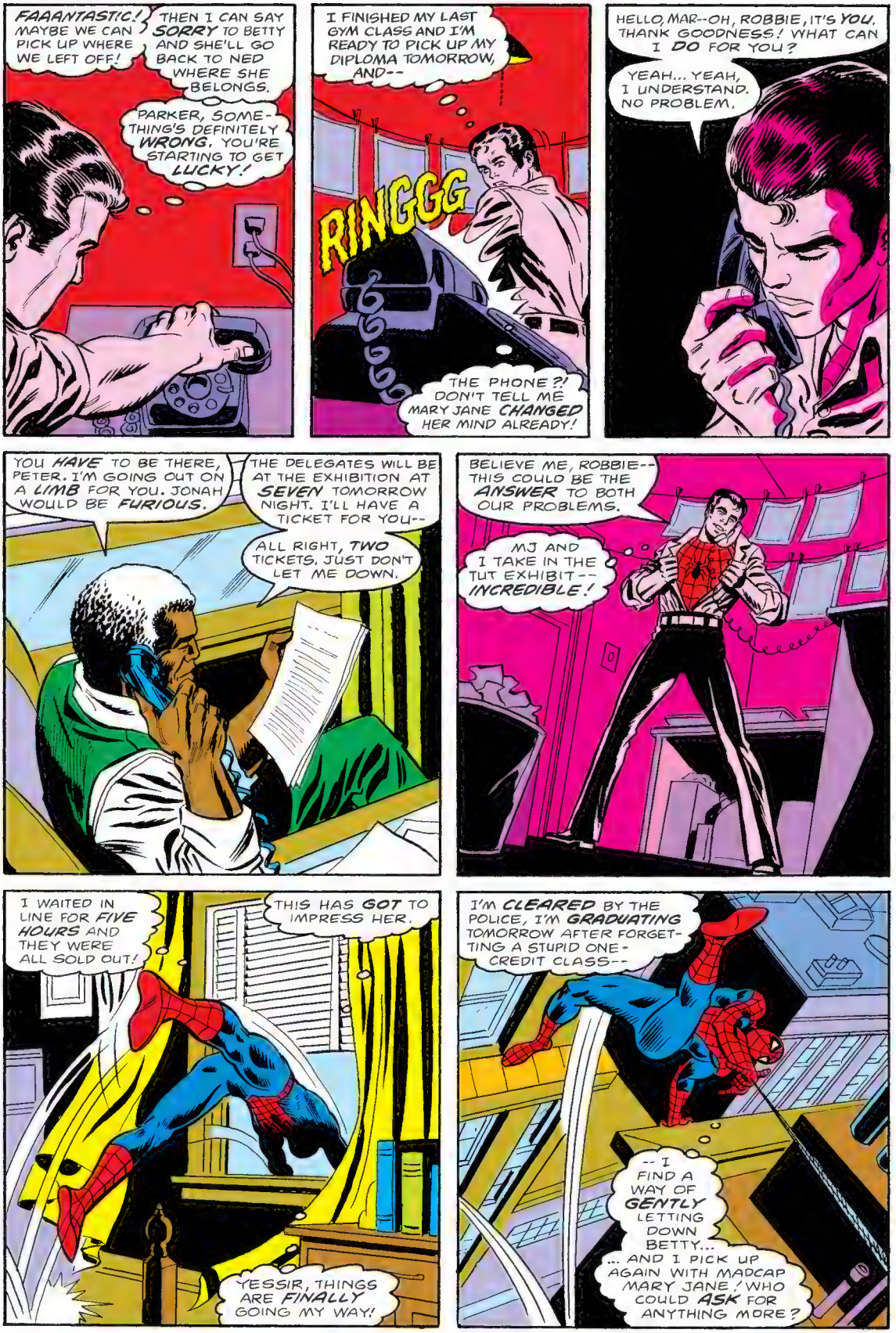

MEANWHILE...
SORRY, JONAH, BUT I DON'T THINK YOU KNOW WHAT'S BEST FOR YOU.
I'M NOT ABOUT TO FIRE PARKER BECAUSE YOU'RE ANGRY AT SPIDER-MAN!
NO MATTER THE CONNECTION BETWEEN THOSE TWO!
BUSY SIGNAL-- BLAST!

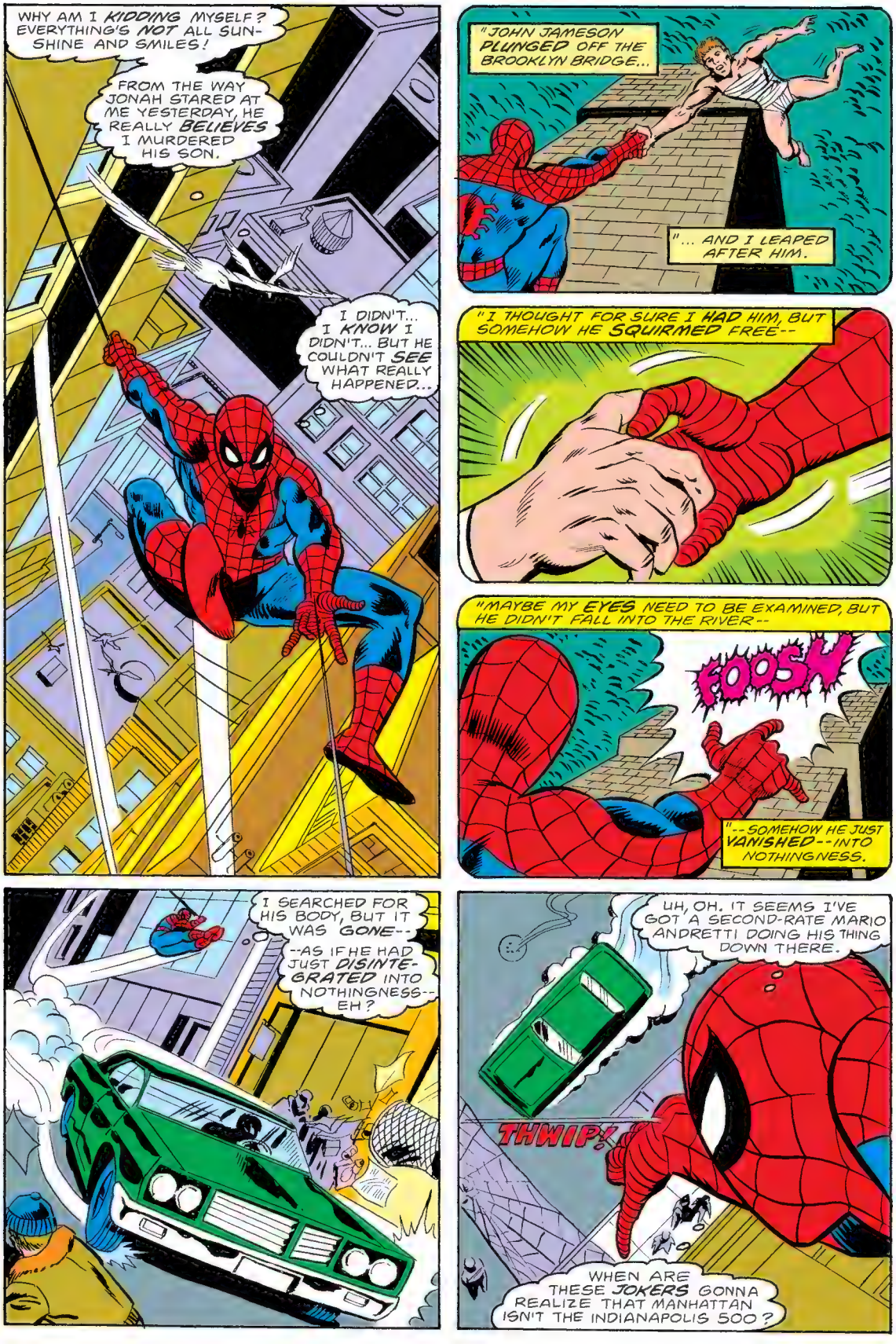
BETTY, KEEP TRYING PETER... HIS LINE'S BUSY. I HAVE TO SPEAK TO HIM.
NO PROBLEM, MR. ROBERTSON. I WON'T GET OFF THE PHONE.
BETTY, PLEASE-- IT'S JOE. MR. ROBERTSON'S MY FATHER.

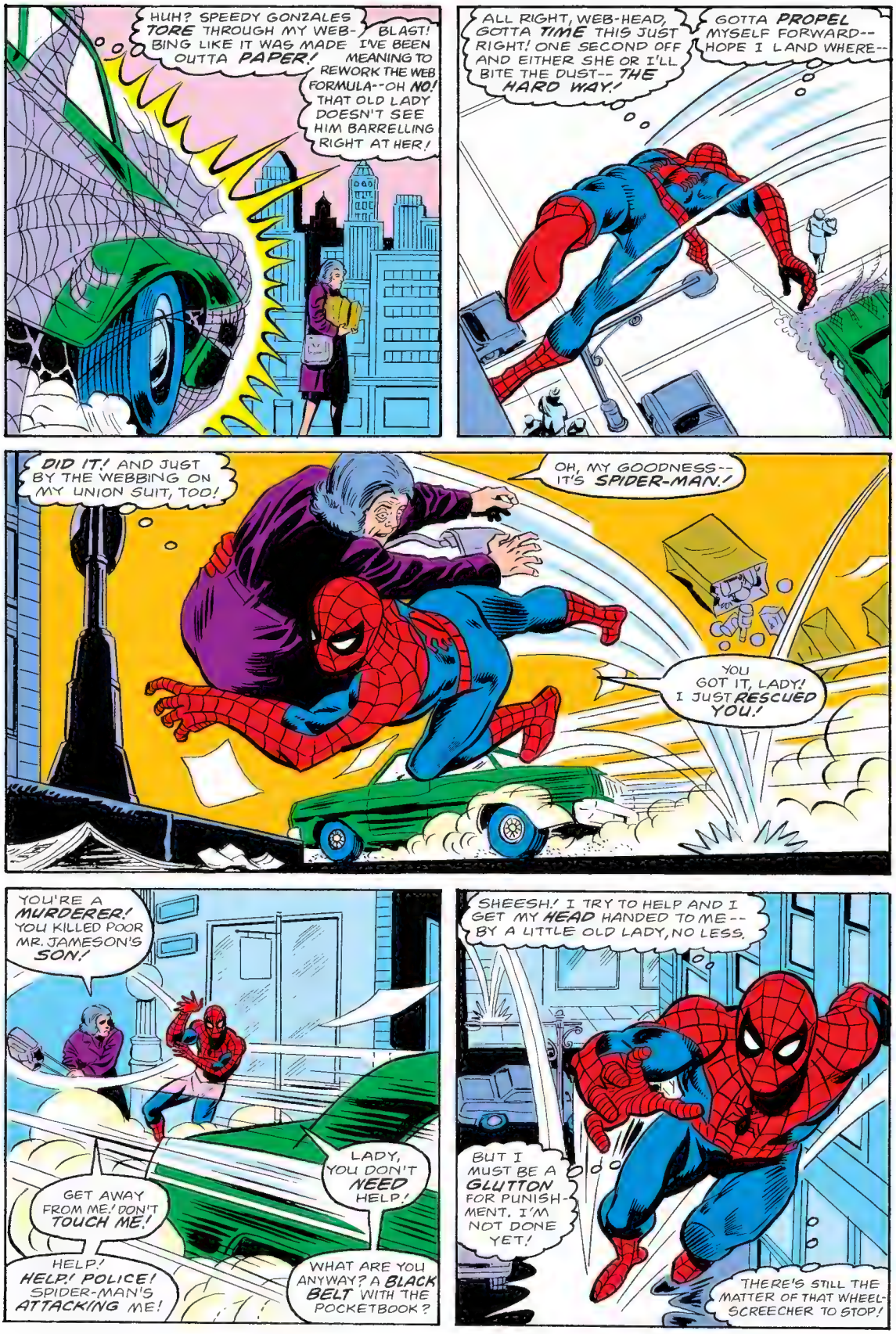
MEANWHILE, AT PETER PARKER'S CHELSEA PAD...
GOT SOME GREAT NEW PHOTOS... JAMESON SHOULD SNAP THEM UP.
ABOUT TIME, I COULD USE THE MON--
AH, MARY JANE... YOU'RE HOME. GREAT!

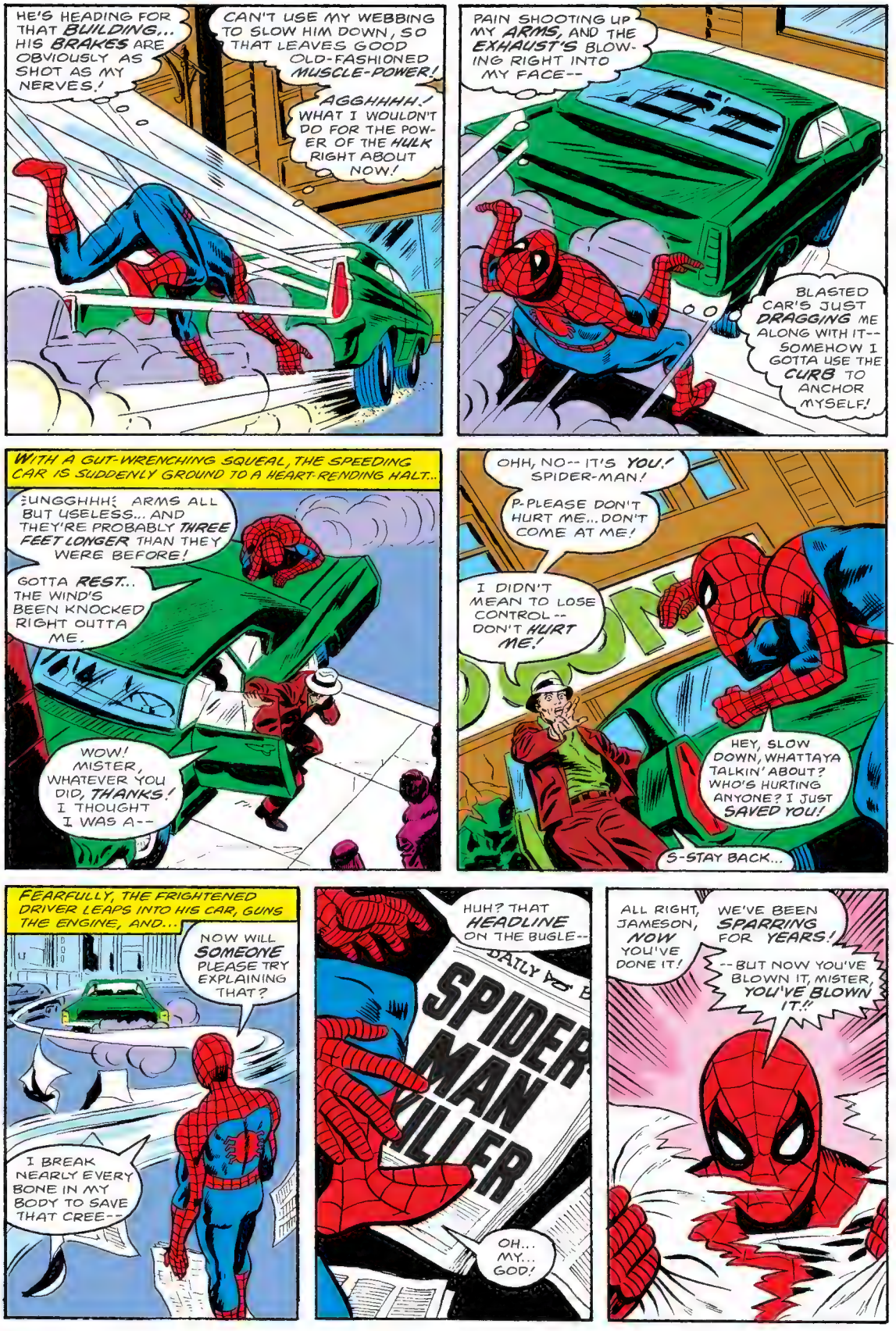
LOOK, I'VE BEEN THINKING, AND IT'S NOT LIKE US TO FIGHT. CAN WE TALK THIS OVER, HUH?
I-I DON'T KNOW, PETE. CAN YOU GIVE ME A REASON?

AFTER EVERYTHING WE'VE MEANT TO EACH OTHER! ONE DATE, THAT'S ALL.
YOU DON'T HAVE TO BOTHER DRESSING UP. WEAR WHAT YOU'RE WEARING NOW. IT DOESN'T MATTER.
I'M SURE YOU'D JUST LOVE THAT, TIGER.
HUH?
ALL RIGHT, PETER. ONE DATE... TOMORROW. SIX O'CLOCK, IN FRONT OF THE DISCO. DON'T BE LATE.
SEEYA THEN, TIGER.


FAAANTASTIC! MAYBE WE CAN PICK UP WHERE WE LEFT OFF!
THEN I CAN SAY SORRY TO BETTY AND SHE'LL GO BACK TO NED WHERE SHE BELONGS.
PARKER, SOMETHING'S DEFINITELY WRONG. YOU'RE STARTING TO GET LUCKY!
I FINISHED MY LAST GYM CLASS AND I'M READY TO PICK UP MY DIPLOMA TOMORROW, AND--
RINGGG
THE PHONE?! DON'T TELL ME MARY JANE CHANGED HER MIND ALREADY!
HELLO, MAR--OH, ROBBIE, IT'S YOU. THANK GOODNESS! WHAT CAN I DO FOR YOU?
YEAH... YEAH, I UNDERSTAND. NO PROBLEM.
YOU HAVE TO BE THERE, PETER. I'M GOING OUT ON A LIMB FOR YOU. JONAH WOULD BE FURIOUS.
THE DELEGATES WILL BE AT THE EXHIBITION AT SEVEN TOMORROW NIGHT. I'LL HAVE A TICKET FOR YOU--
ALL RIGHT, TWO TICKETS. JUST DON'T LET ME DOWN.
BELIEVE ME, ROBBIE-- THIS COULD BE THE ANSWER TO BOTH OUR PROBLEMS.
MJ AND I TAKE IN THE TUT EXHIBIT-- INCREDIBLE!
I WAITED IN LINE FOR FIVE HOURS AND THEY WERE ALL SOLD OUT!
THIS HAS GOT TO IMPRESS HER.
YESSIR, THINGS ARE FINALLY GOING MY WAY!
I'M CLEARED BY THE POLICE, I'M GRADUATING TOMORROW AFTER FORGETTING A STUPID ONE-CREDIT CLASS--
-- I FIND A WAY OF GENTLY LETTING DOWN BETTY... ... AND I PICK UP AGAIN WITH MADCAP MARY JANE! WHO COULD ASK FOR ANYTHING MORE?

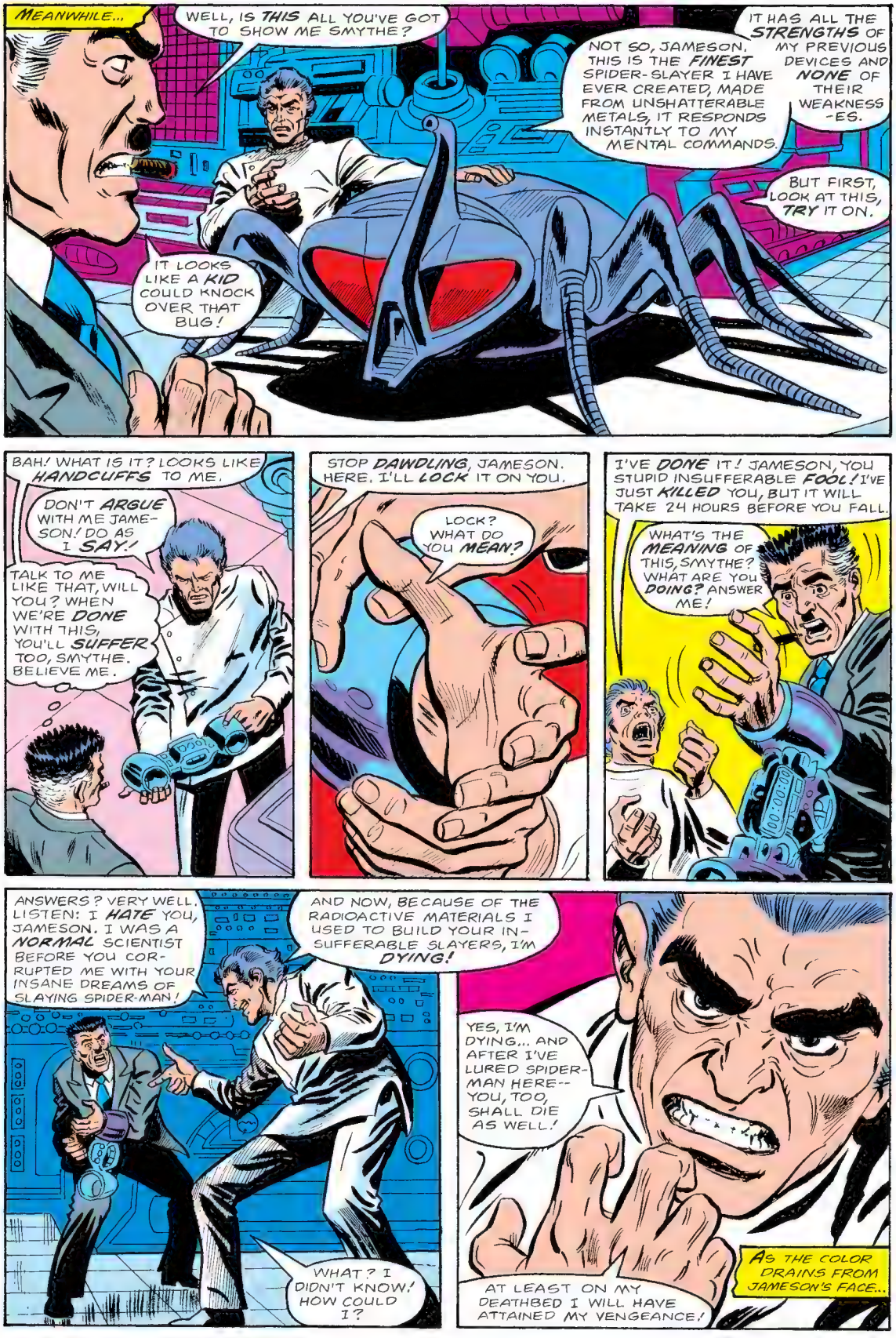

WHY AM I KIDDING MYSELF? EVERYTHING'S NOT ALL SUNSHINE AND SMILES!
FROM THE WAY JONAH STARED AT ME YESTERDAY, HE REALLY BELIEVES I MURDERED HIS SON.
I DIDN'T... I KNOW I DIDN'T... BUT HE COULDN'T SEE WHAT REALLY HAPPENED...
"JOHN JAMESON PLUNGED OFF THE BROOKLYN BRIDGE...
"... AND I LEAPED AFTER HIM.
"I THOUGHT FOR SURE I HAD HIM, BUT SOMEHOW HE SQUIRMED FREE--
"MAYBE MY EYES NEED TO BE EXAMINED, BUT HE DIDN'T FALL INTO THE RIVER--
FOOSH
"--SOMEHOW HE JUST VANISHED--INTO NOTHINGNESS.
I SEARCHED FOR HIS BODY, BUT IT WAS GONE--
--AS IF HE HAD JUST DISINTEGRATED INTO NOTHINGNESS--EH?
UH, OH. IT SEEMS I'VE GOT A SECOND-RATE MARIO ANDRETTI DOING HIS THING DOWN THERE.
THWIP!
WHEN ARE THESE JOKERS GONNA REALIZE THAT MANHATTAN ISN'T THE INDIANAPOLIS 500?

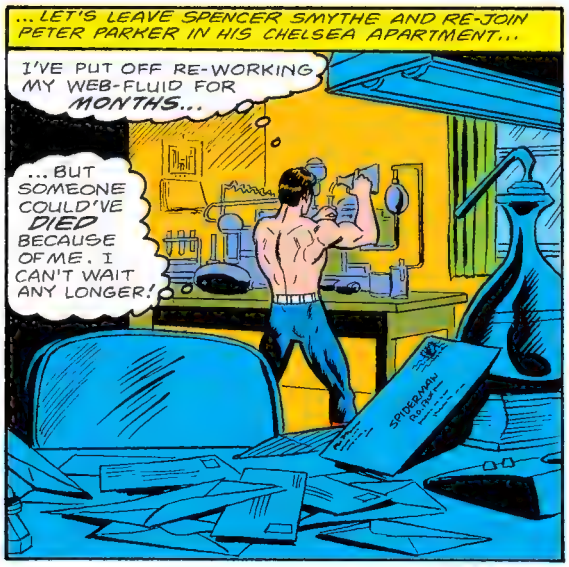

HUH? SPEEDY GONZALES TORE THROUGH MY WEB-BING LIKE IT WAS MADE OUTTA PAPER!
BLAST! I'VE BEEN MEANING TO REWORK THE WEB FORMULA--OH NO! THAT OLD LADY DOESN'T SEE HIM BARRELLING RIGHT AT HER!
ALL RIGHT, WEB-HEAD, GOTTA TIME THIS JUST RIGHT! ONE SECOND OFF AND EITHER SHE OR I'LL BITE THE DUST-- THE HARD WAY!
GOTTA PROPEL MYSELF FORWARD-- HOPE I LAND WHERE--
DID IT! AND JUST BY THE WEBBING ON MY UNION SUIT, TOO!
OH, MY GOODNESS-- IT'S SPIDER-MAN!
YOU GOT IT, LADY! I JUST RESCUED YOU!
YOU'RE A MURDERER! YOU KILLED POOR MR. JAMESON'S SON!
GET AWAY FROM ME! DON'T TOUCH ME!
HELP! HELP! POLICE! SPIDER-MAN'S ATTACKING ME!
LADY, YOU DON'T NEED HELP!
WHAT ARE YOU ANYWAY? A BLACK BELT WITH THE POCKETBOOK?
SHEESH! I TRY TO HELP AND I GET MY HEAD HANDED TO ME-- BY A LITTLE OLD LADY, NO LESS.
BUT I MUST BE A GLUTTON FOR PUNISH-MENT. I'M NOT DONE YET!
THERE'S STILL THE MATTER OF THAT WHEEL-SCREECHER TO STOP!


HE'S HEADING FOR THAT BUILDING... HIS BRAKES ARE OBVIOUSLY AS SHOT AS MY NERVES!
CAN'T USE MY WEBBING TO SLOW HIM DOWN, SO THAT LEAVES GOOD OLD-FASHIONED MUSCLE-POWER!
AGGHHHH! WHAT I WOULDN'T DO FOR THE POWER OF THE HULK RIGHT ABOUT NOW!
PAIN SHOOTING UP MY ARMS, AND THE EXHAUST'S BLOWING RIGHT INTO MY FACE--
BLASTED CAR'S JUST DRAGGING ME ALONG WITH IT-- SOMEHOW I GOTTA USE THE CURB TO ANCHOR MYSELF!
WITH A GUT-WRENCHING SQUEAL, THE SPEEDING CAR IS SUDDENLY GROUND TO A HEART-RENDING HALT...
UNGGHHH! ARMS ALL BUT USELESS... AND THEY'RE PROBABLY THREE FEET LONGER THAN THEY WERE BEFORE!
GOTTA REST... THE WIND'S BEEN KNOCKED RIGHT OUTTA ME.
WOW! MISTER, WHATEVER YOU DID, THANKS! I THOUGHT I WAS A--
OHH, NO-- IT'S YOU! SPIDER-MAN!
P-PLEASE DON'T HURT ME... DON'T COME AT ME!
I DIDN'T MEAN TO LOSE CONTROL-- DON'T HURT ME!
HEY, SLOW DOWN, WHATTAYA TALKIN' ABOUT? WHO'S HURTING ANYONE? I JUST SAVED YOU!
S-STAY BACK...
FEARFULLY, THE FRIGHTENED DRIVER LEAPS INTO HIS CAR, GUNS THE ENGINE, AND...
NOW WILL SOMEONE PLEASE TRY EXPLAINING THAT?
I BREAK NEARLY EVERY BONE IN MY BODY TO SAVE THAT CREE--
HUH? THAT HEADLINE ON THE BUGLE--
DAILY
SPIDER MAN KILLER
OH... MY... GOD!
ALL RIGHT, JAMESON, NOW YOU'VE DONE IT!
WE'VE BEEN SPARRING FOR YEARS!
--BUT NOW YOU'VE BLOWN IT, MISTER, YOU'VE BLOWN IT!!

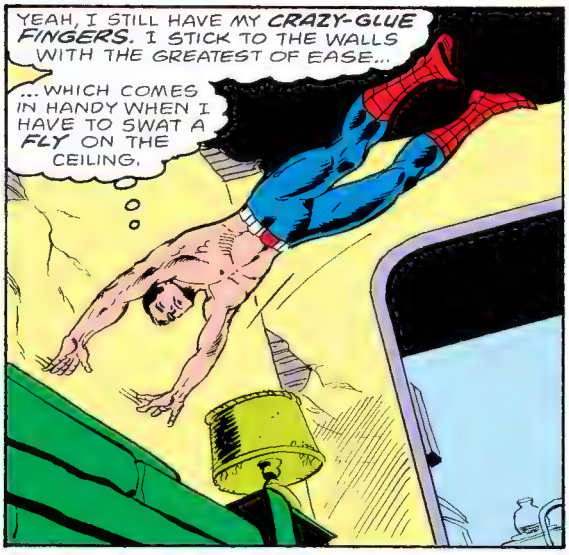
THIS IS THE ADDRESS, MARLA. HE'LL HELP US, I'M SURE OF IT.
BUT, JONAH--
BZZZZ
NO BUTS, MARLA, MY MIND IS SET!
WHO IS IT? COUGH WHO... JAMESON?!!
THAT'S RIGHT, SMYTHE. ONCE YOU PROMISED NEVER TO HELP ME AGAIN, BUT I NEED YOU.
MONEY IS NO OBJECT! I WANT THE BEST SPIDER-SLAYER YOU CAN BUILD!
COUGH COUGH EXCUSE ME, JAMESON. I'LL BE RIGHT BACK!
THE ASTONISHED SPENCER SMYTHE ENTERS THE BATHROOM AND TRIUMPHANTLY SHUTS THE DOOR BEHIND HIM...
COUGH COUGH IT'S BETTER THAN I DREAMED! I WANTED JAMESON IN MY CLUTCHES AND HE COMES WALKING RIGHT INTO MY LAIR.
THIS IS ALMOST TOO GOOD TO BE TRUE!
IT'S MY CHANCE TO PAY HIM BACK FOR EVERYTHING HE'S DONE TO ME!
BY FORCING ME TO BUILD SPIDER-SLAYER AFTER SPIDER-SLAYER, HE CONSTANTLY EXPOSED ME TO DEADLY RADIOACTIVE MATERIALS.
BUT BEFORE I DIE... I'LL SEE HIM DEAD... AND THAT INFERNAL WALL-CRAWLER, TOO!
AND NOW THAT BLITHERING FOOL HAS HANDED ME HIS DEATH RIGHT ON A SILVER PLATTER!
A MOMENT LATER, A SEEMINGLY CALM SPENCER SMYTHE RE-JOINS J. JONAH JAMESON...
WELL? WELL? WHAT'S YOUR ANSWER, SMYTHE? ARE YOU WITH ME?
YES, JAMESON, I'LL DO IT...
BUT WE MUST BE ALONE. SEND THE WOMAN AWAY.
ACROSS TOWN, A LITHE RED AND BLUE FIGURE LOWERS HIMSELF TO A CERTAIN WINDOW LEDGE...
TOWER! I HAVE TO SPEAK TO YOU -- NOW! JAMESON'S PUSHED ME TOO FAR! IF I DON'T GET HELP, I'M GONNA STRIKE BACK -- ANYWAY I HAVE TO!
SPIDER-MAN?!
COME IN, COME IN. BUT NEXT TIME PHONE FOR AN APPOINTMENT, WILL YOU? I'M USUALLY A BUSY MAN.
KNOCK IT OFF, TOWER! YOU KNOW WHY I'M HERE, AND YOU'RE ONE OF THE FEW CITY BOYS WHO DOESN'T SEEM TO WANT MY NECK IN A NOOSE! CAN I TALK FREELY?

JAMESON'S PUSHING ME TO THE WALL AND I DON'T KNOW WHAT TO DO!
HE'S ACCUSED ME OF KILLING HIS SON--
DID YOU DO IT?
HUH? NO, OF COURSE NOT! JOHN JAMESON VANISHED AS I TRIED TO SAVE HIM. HE POOFED OUT OF EXISTENCE.
LET ME PUT IT THIS WAY, SPIDER-MAN. WE CAN'T BOOK YOU. THERE'S NO BODY, NO REAL PROOF.
JAMESON HATES YOU AND HE'S PREDJUDICIAL. IF YOU'RE INNOCENT, SUE HIM FOR DEFAMATION OF CHARACTER!
SUE? THAT'S RIGHT! I CAN DO THAT!
OF COURSE, YOU'LL HAVE TO REVEAL YOUR REAL IDENTITY! THE COURTS WON'T RECOGNIZE YOUR PSEUDONYM.
A MAN, EVEN JAMESON, HAS TO FACE HIS ACCUSED.
IN ORDER TO SAVE MYSELF, I'VE GOT TO REVEAL WHO I AM?
NO! I CAN'T. I WON'T!
KRAK!
OOPS... ER, SORRY, TOWER!
DON'T WORRY ABOUT IT, YOU'LL GET THE BILL.
I WISH EVERYTHING WERE SO SIMPLE. I'M STUCK. IF I SUE, I'LL GIVE AWAY EVERYTHING!
IF I DON'T, EVERYONE WILL THINK I'M ADMITTING MY GUILT!
I CAN'T WIN, CAN I? I'M SCREWED ANY WAY I TURN. WHAT CAN I DO?
I CAN'T OFFER LEGAL ADVISE, SPIDER-MAN.
BY THE WAY, THIS MAIL CAME FOR YOU.
THIS ISN'T YOUR PRIVATE POST OFFICE.
I'LL WORRY ABOUT THAT AFTER I'VE SOLVED MY OTHER PROBLEMS!
LISTEN, THANKS FOR EVERYTHING!
DON'T MENTION IT.
OKAY, BLONDIE-- I WON'T! SEEYA!

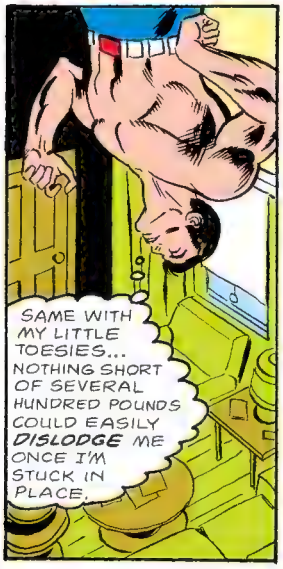

MEANWHILE...
WELL, IS THIS ALL YOU'VE GOT TO SHOW ME SMYTHE?
IT HAS ALL THE STRENGTHS OF MY PREVIOUS DEVICES AND NONE OF THEIR WEAKNESS-ES.
NOT SO, JAMESON. THIS IS THE FINEST SPIDER-SLAYER I HAVE EVER CREATED, MADE FROM UNSHATTERABLE METALS, IT RESPONDS INSTANTLY TO MY MENTAL COMMANDS.
BUT FIRST, LOOK AT THIS, TRY IT ON.
IT LOOKS LIKE A KID COULD KNOCK OVER THAT BUG!
BAH! WHAT IS IT? LOOKS LIKE HANDCUFFS TO ME.
DON'T ARGUE WITH ME JAMESON! DO AS I SAY!
TALK TO ME LIKE THAT, WILL YOU? WHEN WE'RE DONE WITH THIS, YOU'LL SUFFER TOO, SMYTHE. BELIEVE ME.
STOP DAWDLING, JAMESON. HERE. I'LL LOCK IT ON YOU.
LOCK? WHAT DO YOU MEAN?
I'VE DONE IT! JAMESON, YOU STUPID INSUFFERABLE FOOL! I'VE JUST KILLED YOU, BUT IT WILL TAKE 24 HOURS BEFORE YOU FALL.
WHAT'S THE MEANING OF THIS, SMYTHE? WHAT ARE YOU DOING? ANSWER ME!
ANSWERS? VERY WELL. LISTEN: I HATE YOU, JAMESON. I WAS A NORMAL SCIENTIST BEFORE YOU CORRUPTED ME WITH YOUR INSANE DREAMS OF SLAYING SPIDER-MAN!
AND NOW, BECAUSE OF THE RADIOACTIVE MATERIALS I USED TO BUILD YOUR INSUFFERABLE SLAYERS, I'M DYING!
WHAT? I DIDN'T KNOW! HOW COULD I?
YES, I'M DYING... AND AFTER I'VE LURED SPIDER-MAN HERE--YOU, TOO, SHALL DIE AS WELL!
AT LEAST ON MY DEATHBED I WILL HAVE ATTAINED MY VENGEANCE!
AS THE COLOR DRAINS FROM JAMESON'S FACE...


... LET'S LEAVE SPENCER SMYTHE AND RE-JOIN PETER PARKER IN HIS CHELSEA APARTMENT...
I'VE PUT OFF RE-WORKING MY WEB-FLUID FOR MONTHS...
...BUT SOMEONE COULD'VE DIED BECAUSE OF ME. I CAN'T WAIT ANY LONGER!

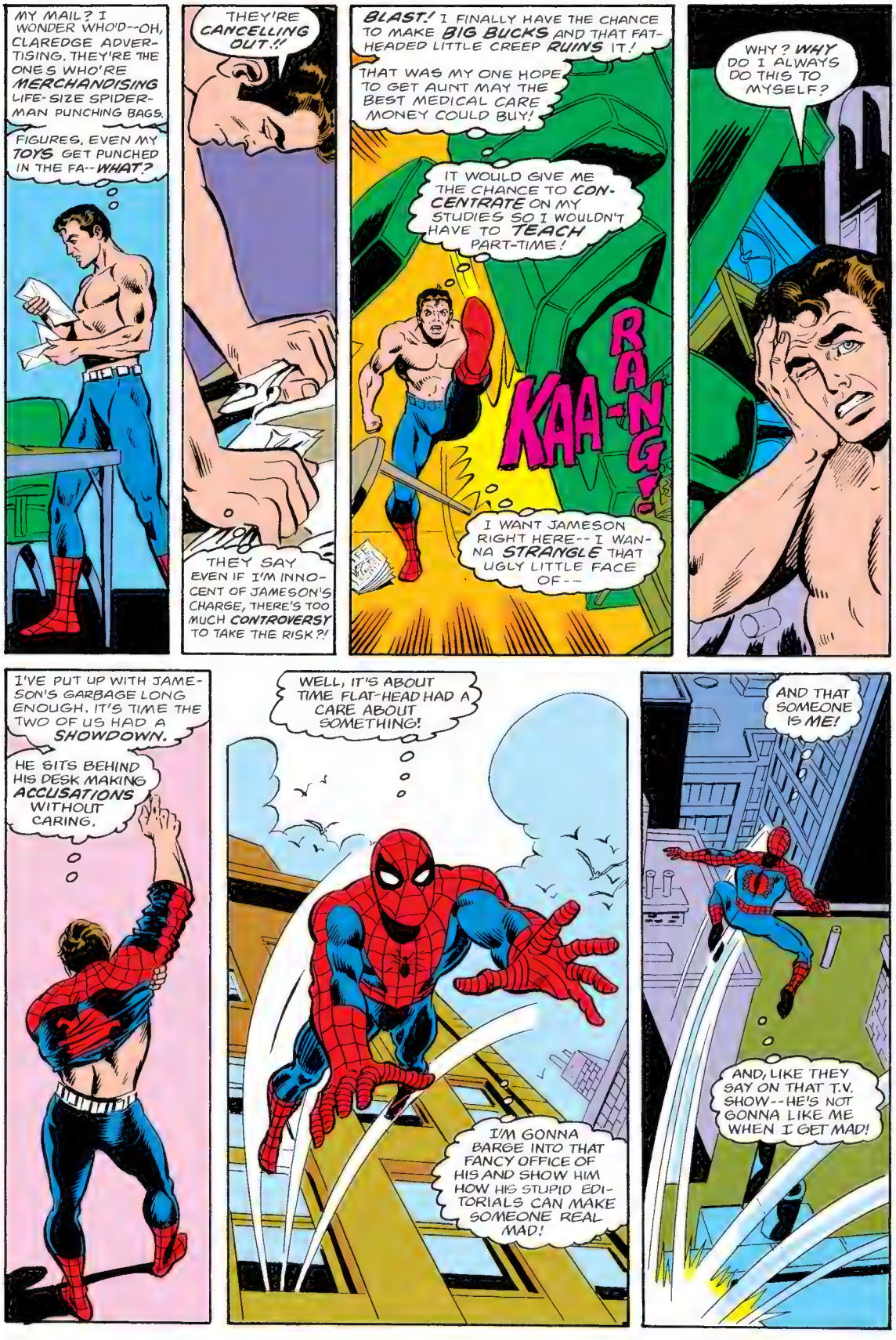
HMMM... UNLESS I'M WRONG, I'D SAY THE CHEMICAL POLLUTANTS IN THE AIR HAVE SLOWLY ALTERED MY CHEMICAL WEB-FLUID.
THIS NEW BATCH SHOULD BE STRONG AS EVER, BUT IT'S OBVIOUS I'D BEST MIX SMALL AMOUNTS AND KEEP THEM FRESH FROM NOW ON.
THAT'LL TAKE ABOUT AN HOUR TO SET, SO LET'S SEE HOW I FARE.

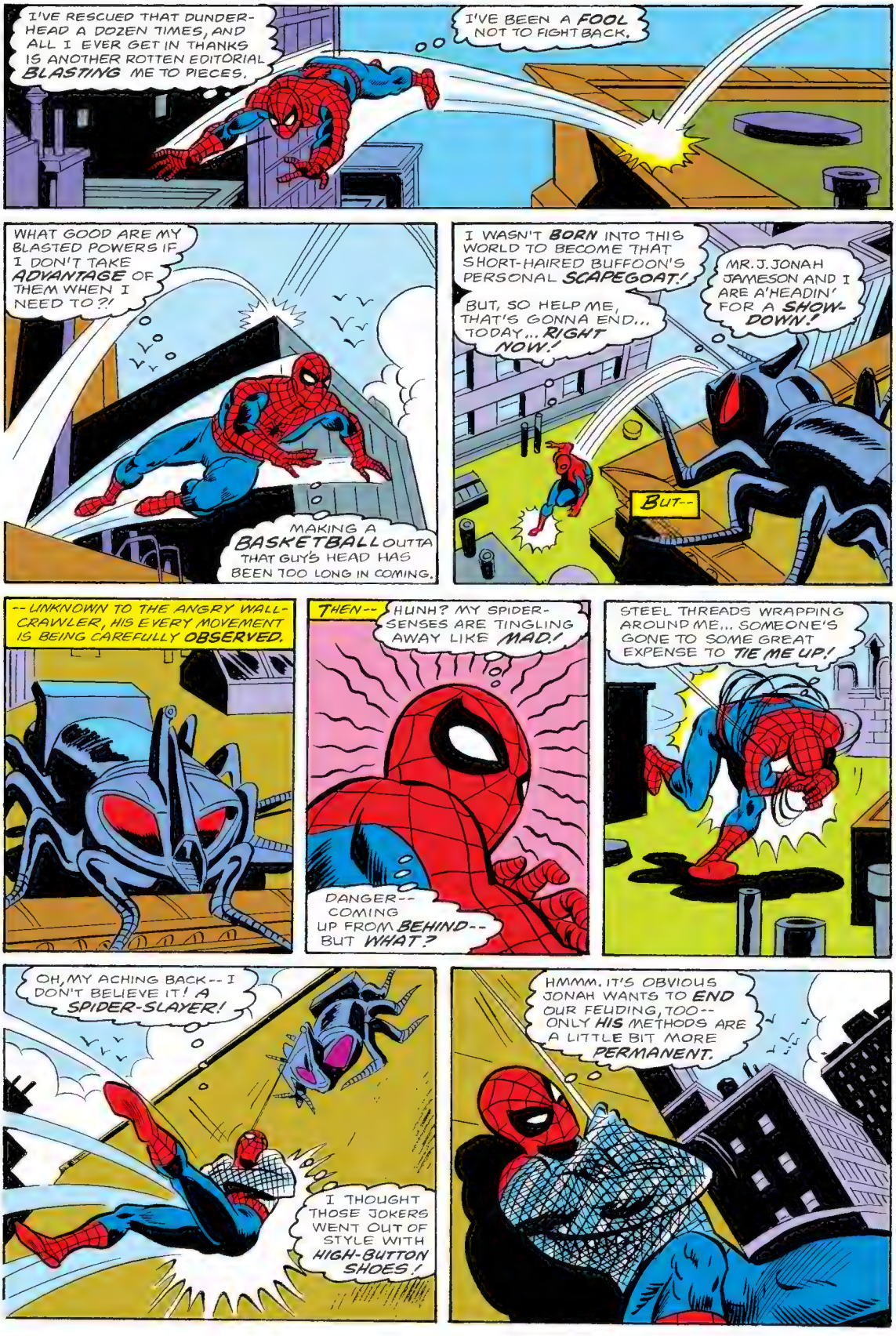

YEAH, I STILL HAVE MY CRAZY-GLUE FINGERS. I STICK TO THE WALLS WITH THE GREATEST OF EASE...
...WHICH COMES IN HANDY WHEN I HAVE TO SWAT A FLY ON THE CEILING.

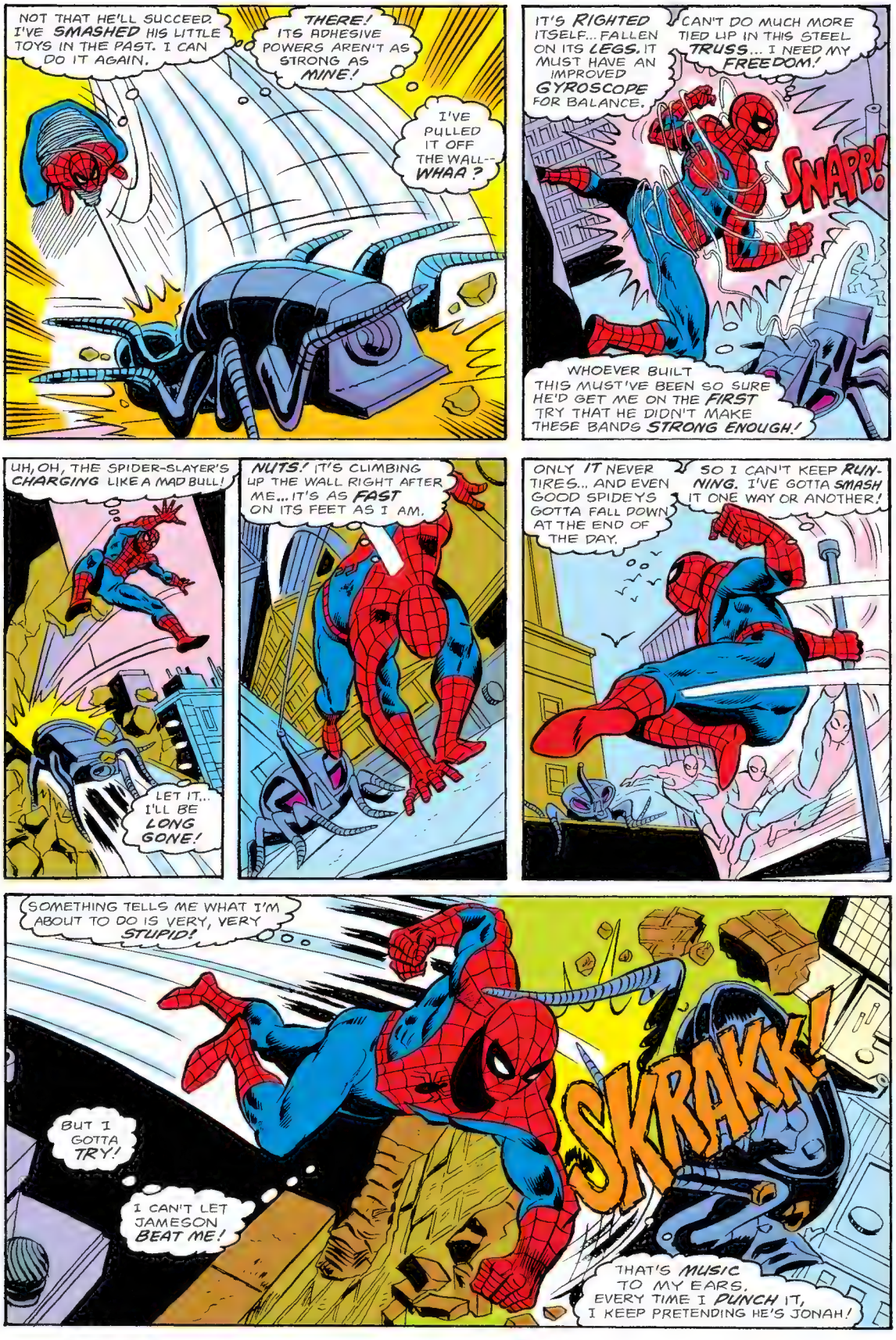
GUESS I'M IN A-ONE CONDITION. I'M CERTAINLY STRONG AS EVER.
LIFTING THIS FRIDGE IS A SNAP.
UNFORTUNATELY, NOW I CAN SEE THE DUST BUNNIES THAT COLLECTED UNDER IT.
SO WHAT? I'M A SCIENTIST-TO-BE... NOT A HOUSE-CLEANER!
SO MUCH FOR MY PHYSICAL! NOW WHAT?

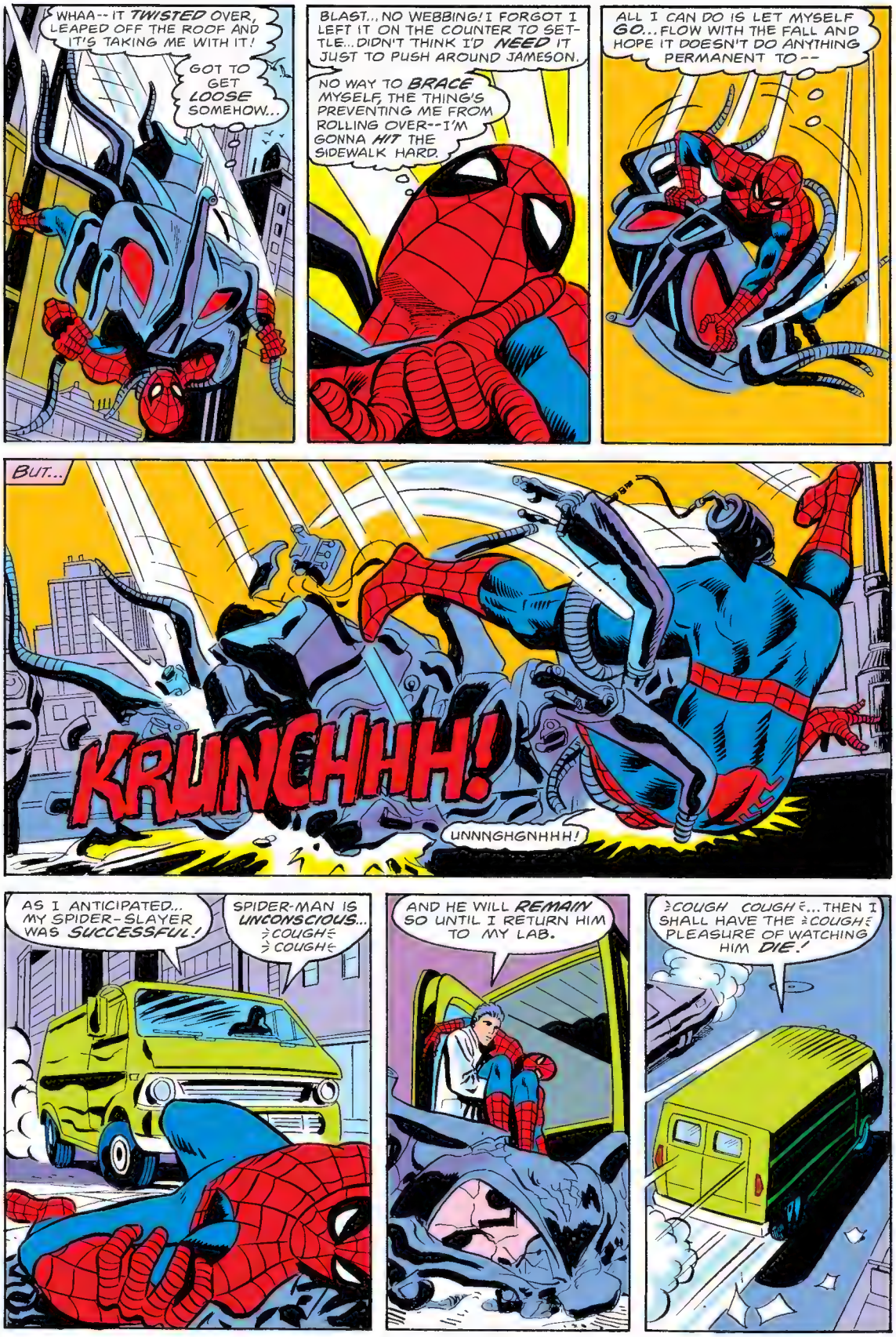

SAME WITH MY LITTLE TOESIES... NOTHING SHORT OF SEVERAL HUNDRED POUNDS COULD EASILY DISLODGE ME ONCE I'M STUCK IN PLACE.

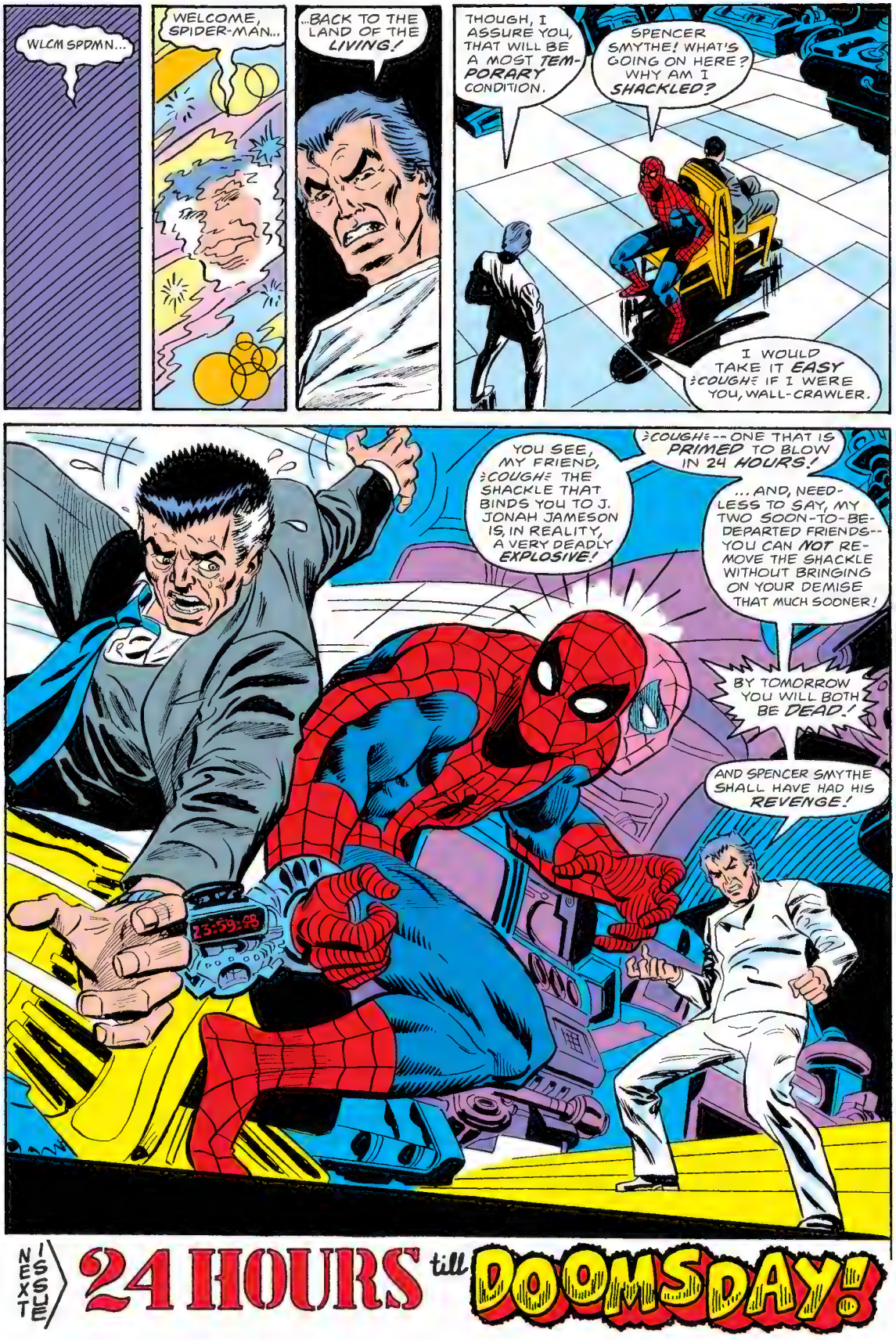
YET, WHEN I WANNA, I CAN STILL TUMBLE DOWN SPIDEY-STYLE.
VOILA! A PERFECT TRIPLE SOMERSAULT!


MY MAIL? I WONDER WHO'D--OH, CLAREDGE ADVERTISING. THEY'RE THE ONES WHO'RE MERCHANDISING LIFE-SIZE SPIDER-MAN PUNCHING BAGS.
FIGURES, EVEN MY TOYS GET PUNCHED IN THE FA--WHAT?
THEY'RE CANCELLING OUT!!
THEY SAY EVEN IF I'M INNOCENT OF JAMESON'S CHARGE, THERE'S TOO MUCH CONTROVERSY TO TAKE THE RISK?!
BLAST! I FINALLY HAVE THE CHANCE TO MAKE BIG BUCKS AND THAT FAT-HEADED LITTLE CREEP RUINS IT!
THAT WAS MY ONE HOPE TO GET AUNT MAY THE BEST MEDICAL CARE MONEY COULD BUY!
IT WOULD GIVE ME THE CHANCE TO CONCENTRATE ON MY STUDIES SO I WOULDN'T HAVE TO TEACH PART-TIME!
KAA-RA-NG!
I WANT JAMESON RIGHT HERE--I WANNA STRANGLE THAT UGLY LITTLE FACE OF--
WHY? WHY DO I ALWAYS DO THIS TO MYSELF?
I'VE PUT UP WITH JAMESON'S GARBAGE LONG ENOUGH. IT'S TIME THE TWO OF US HAD A SHOWDOWN.
HE SITS BEHIND HIS DESK MAKING ACCUSATIONS WITHOUT CARING.
WELL, IT'S ABOUT TIME FLAT-HEAD HAD A CARE ABOUT SOMETHING!
I'M GONNA BARGE INTO THAT FANCY OFFICE OF HIS AND SHOW HIM HOW HIS STUPID EDITORIALS CAN MAKE SOMEONE REAL MAD!
AND THAT SOMEONE IS ME!
AND, LIKE THEY SAY ON THAT T.V. SHOW--HE'S NOT GONNA LIKE ME WHEN I GET MAD!


I'VE RESCUED THAT DUNDER-HEAD A DOZEN TIMES, AND ALL I EVER GET IN THANKS IS ANOTHER ROTTEN EDITORIAL BLASTING ME TO PIECES.
I'VE BEEN A FOOL NOT TO FIGHT BACK.
WHAT GOOD ARE MY BLASTED POWERS IF I DON'T TAKE ADVANTAGE OF THEM WHEN I NEED TO?!
MAKING A BASKETBALL OUTTA THAT GUY'S HEAD HAS BEEN TOO LONG IN COMING.
I WASN'T BORN INTO THIS WORLD TO BECOME THAT SHORT-HAIRED BUFFOON'S PERSONAL SCAPEGOAT!
BUT, SO HELP ME, THAT'S GONNA END... TODAY... RIGHT NOW!
MR. J. JONAH JAMESON AND I ARE A'HEADIN' FOR A SHOW-DOWN!
BUT--
--UNKNOWN TO THE ANGRY WALL-CRAWLER, HIS EVERY MOVEMENT IS BEING CAREFULLY OBSERVED.
THEN--
HUNH? MY SPIDER-SENSES ARE TINGLING AWAY LIKE MAD!
DANGER-- COMING UP FROM BEHIND-- BUT WHAT?
STEEL THREADS WRAPPING AROUND ME... SOMEONE'S GONE TO SOME GREAT EXPENSE TO TIE ME UP!
OH, MY ACHING BACK-- I DON'T BELIEVE IT! A SPIDER-SLAYER!
I THOUGHT THOSE JOKERS WENT OUT OF STYLE WITH HIGH-BUTTON SHOES!
HMMM. IT'S OBVIOUS JONAH WANTS TO END OUR FEUDING, TOO-- ONLY HIS METHODS ARE A LITTLE BIT MORE PERMANENT.


NOT THAT HE'LL SUCCEED. I'VE SMASHED HIS LITTLE TOYS IN THE PAST. I CAN DO IT AGAIN.
THERE! ITS ADHESIVE POWERS AREN'T AS STRONG AS MINE!
I'VE PULLED IT OFF THE WALL-- WHAA?
IT'S RIGHTED ITSELF... FALLEN ON ITS LEGS. IT MUST HAVE AN IMPROVED GYROSCOPE FOR BALANCE.
CAN'T DO MUCH MORE TIED UP IN THIS STEEL TRUSS... I NEED MY FREEDOM!
SNAPP!
WHOEVER BUILT THIS MUST'VE BEEN SO SURE HE'D GET ME ON THE FIRST TRY THAT HE DIDN'T MAKE THESE BANDS STRONG ENOUGH!
UH, OH, THE SPIDER-SLAYER'S CHARGING LIKE A MAD BULL!
LET IT... I'LL BE LONG GONE!
NUTS! IT'S CLIMBING UP THE WALL RIGHT AFTER ME... IT'S AS FAST ON ITS FEET AS I AM.
ONLY IT NEVER TIRES... AND EVEN GOOD SPIDEYS GOTTA FALL DOWN AT THE END OF THE DAY.
SO I CAN'T KEEP RUNNING. I'VE GOTTA SMASH IT ONE WAY OR ANOTHER!
SOMETHING TELLS ME WHAT I'M ABOUT TO DO IS VERY, VERY STUPID!
BUT I GOTTA TRY!
I CAN'T LET JAMESON BEAT ME!
SKRAKK!
THAT'S MUSIC TO MY EARS. EVERY TIME I PUNCH IT, I KEEP PRETENDING HE'S JONAH!


WHAA-- IT TWISTED OVER, LEAPED OFF THE ROOF AND IT'S TAKING ME WITH IT!
GOT TO GET LOOSE SOMEHOW...
BLAST... NO WEBBING! I FORGOT I LEFT IT ON THE COUNTER TO SETTLE... DIDN'T THINK I'D NEED IT JUST TO PUSH AROUND JAMESON.
NO WAY TO BRACE MYSELF, THE THING'S PREVENTING ME FROM ROLLING OVER--I'M GONNA HIT THE SIDEWALK HARD.
ALL I CAN DO IS LET MYSELF GO... FLOW WITH THE FALL AND HOPE IT DOESN'T DO ANYTHING PERMANENT TO--
BUT...
KRUNCHHH!
UNNNGHGNHHH!
AS I ANTICIPATED... MY SPIDER-SLAYER WAS SUCCESSFUL!
SPIDER-MAN IS UNCONSCIOUS... }COUGH{ }COUGH{
AND HE WILL REMAIN SO UNTIL I RETURN HIM TO MY LAB.
}COUGH COUGH{... THEN I SHALL HAVE THE }COUGH{ PLEASURE OF WATCHING HIM DIE!


WLCM SPDMN...
WELCOME, SPIDER-MAN...
...BACK TO THE LAND OF THE LIVING!
THOUGH, I ASSURE YOU, THAT WILL BE A MOST TEMPORARY CONDITION.
SPENCER SMYTHE! WHAT'S GOING ON HERE? WHY AM I SHACKLED?
I WOULD TAKE IT EASY ≥COUGH≤ IF I WERE YOU, WALL-CRAWLER.
YOU SEE, MY FRIEND, ≥COUGH≤ THE SHACKLE THAT BINDS YOU TO J. JONAH JAMESON IS, IN REALITY, A VERY DEADLY EXPLOSIVE!
≥COUGH≤--ONE THAT IS PRIMED TO BLOW IN 24 HOURS!
...AND, NEEDLESS TO SAY, MY TWO SOON-TO-BE-DEPARTED FRIENDS--YOU CAN NOT REMOVE THE SHACKLE WITHOUT BRINGING ON YOUR DEMISE THAT MUCH SOONER!
BY TOMORROW YOU WILL BOTH BE DEAD!
AND SPENCER SMYTHE SHALL HAVE HAD HIS REVENGE!
23:59:48
NEXT ISSUE
24 HOURS till DOOMSDAY!

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TM
SMYTHE! WHAT HAVE YOU DONE TO US?!?
I'VE LOCKED YOU BOTH TO THAT BOMB, FOOL--
--AND IT'S PRIMED TO BLOW IN 24 HOURS!
24 HOURS TO DOOMSDAY!
POLLARD + McLEOD

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

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24 HOURS TILL DOOMSDAY!

INSTANT SYNOPSIS DEPT.: AFTER BEING DEFEATED BY A DEADLY SPIDER-SLAYER, SPIDER-MAN FINDS HIMSELF SHACKLED TO A SOMEWHAT STARTLED AND FRIGHTENED J. JONAH JAMESON.

SPENCER SMYTHE! WHEN I SAW THAT DUMB SPIDER-SLAYER, I SHOULD HAVE REALIZED... YOU WERE BEHIND IT!

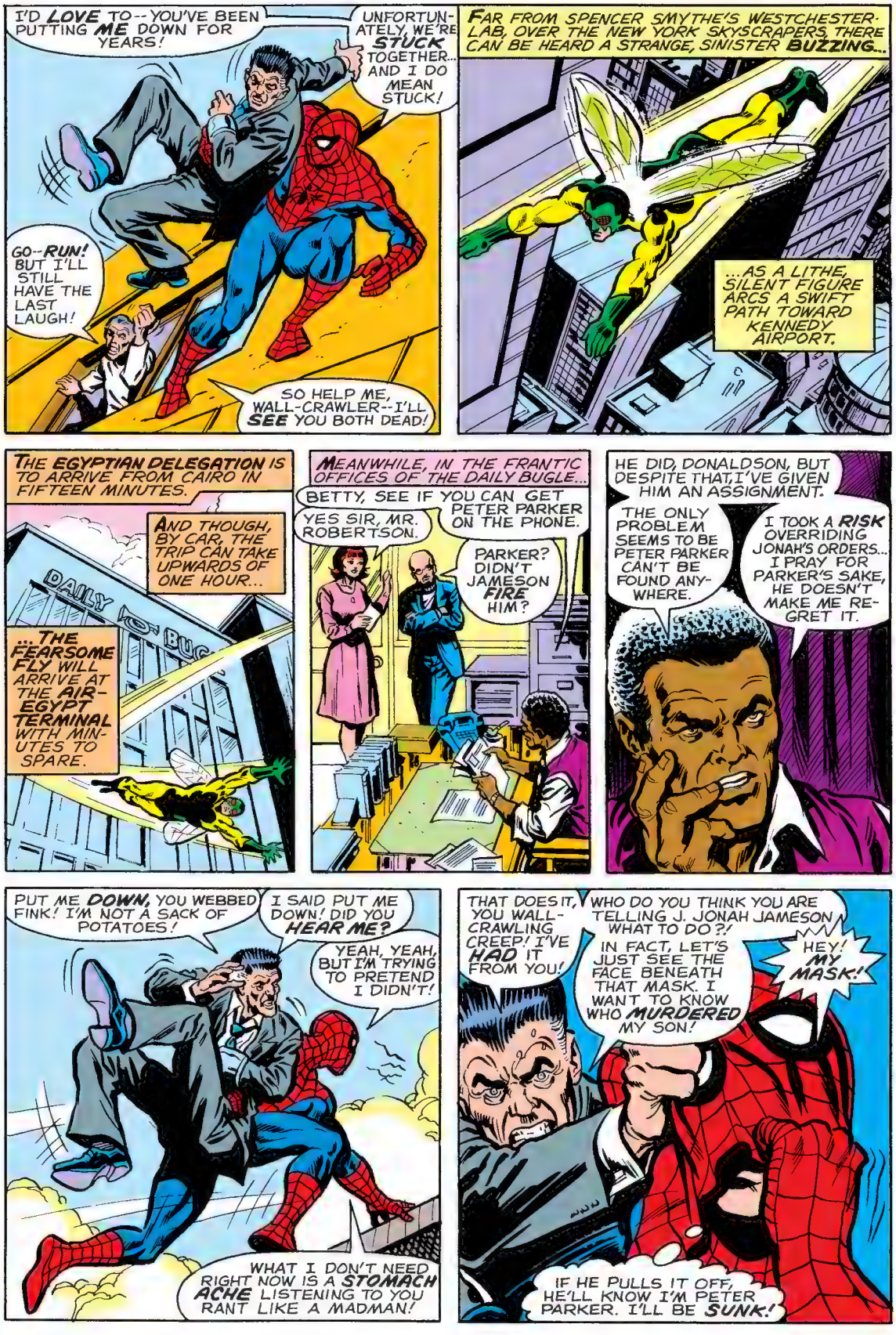
=COUGH= THAT I AM, YOU LITTLE FOOL-- AND THIS TIME I'VE SUCCEEDED IN DESTROYING YOU!

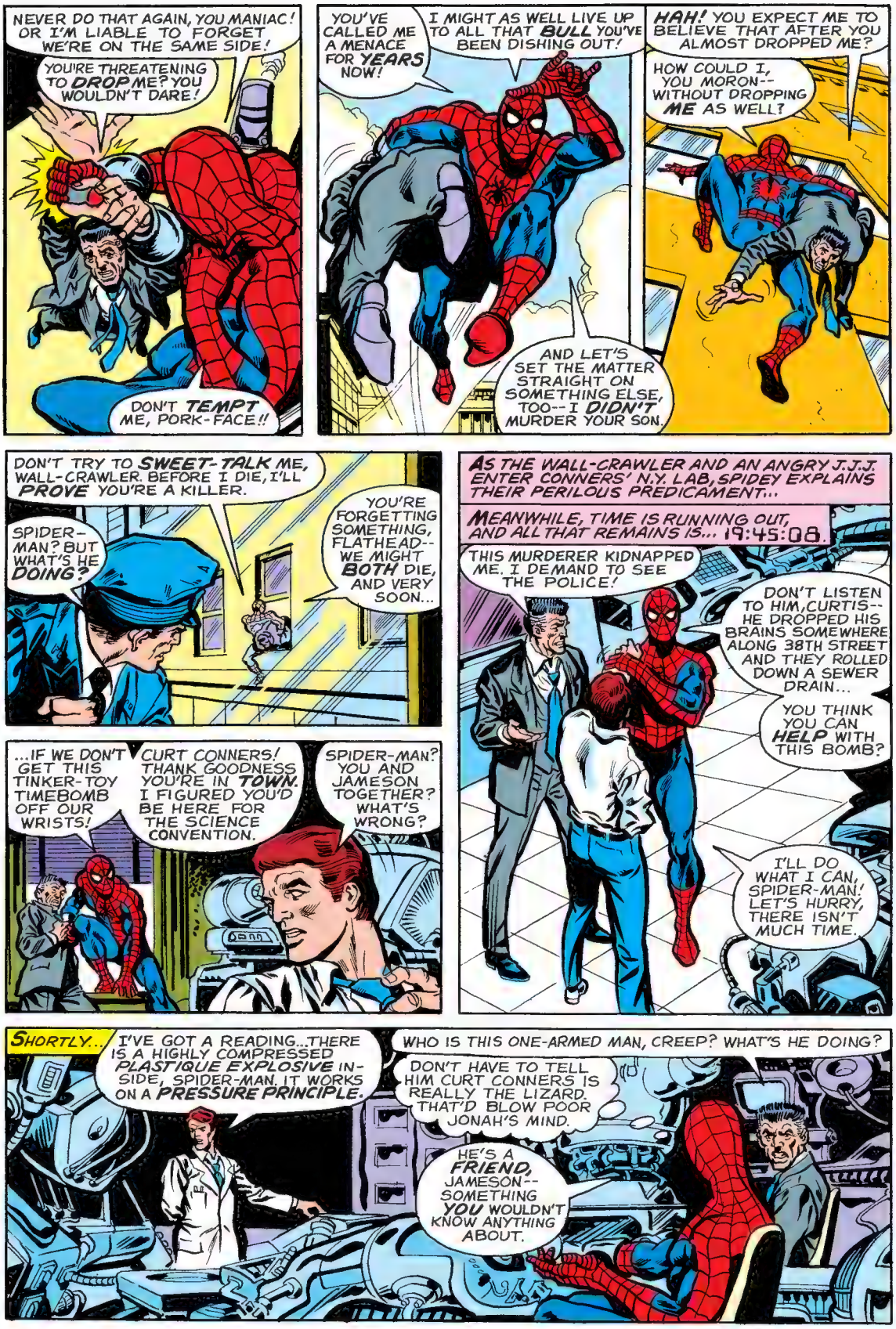
YOU HAVE 24 HOURS TO LIVE, WEB-SLINGER-- 24 SHORT HOURS BEFORE BOTH YOU AND JAMESON ARE SENT TO THAT GREAT SPIDER-WEB IN THE SKY!

COUGH!

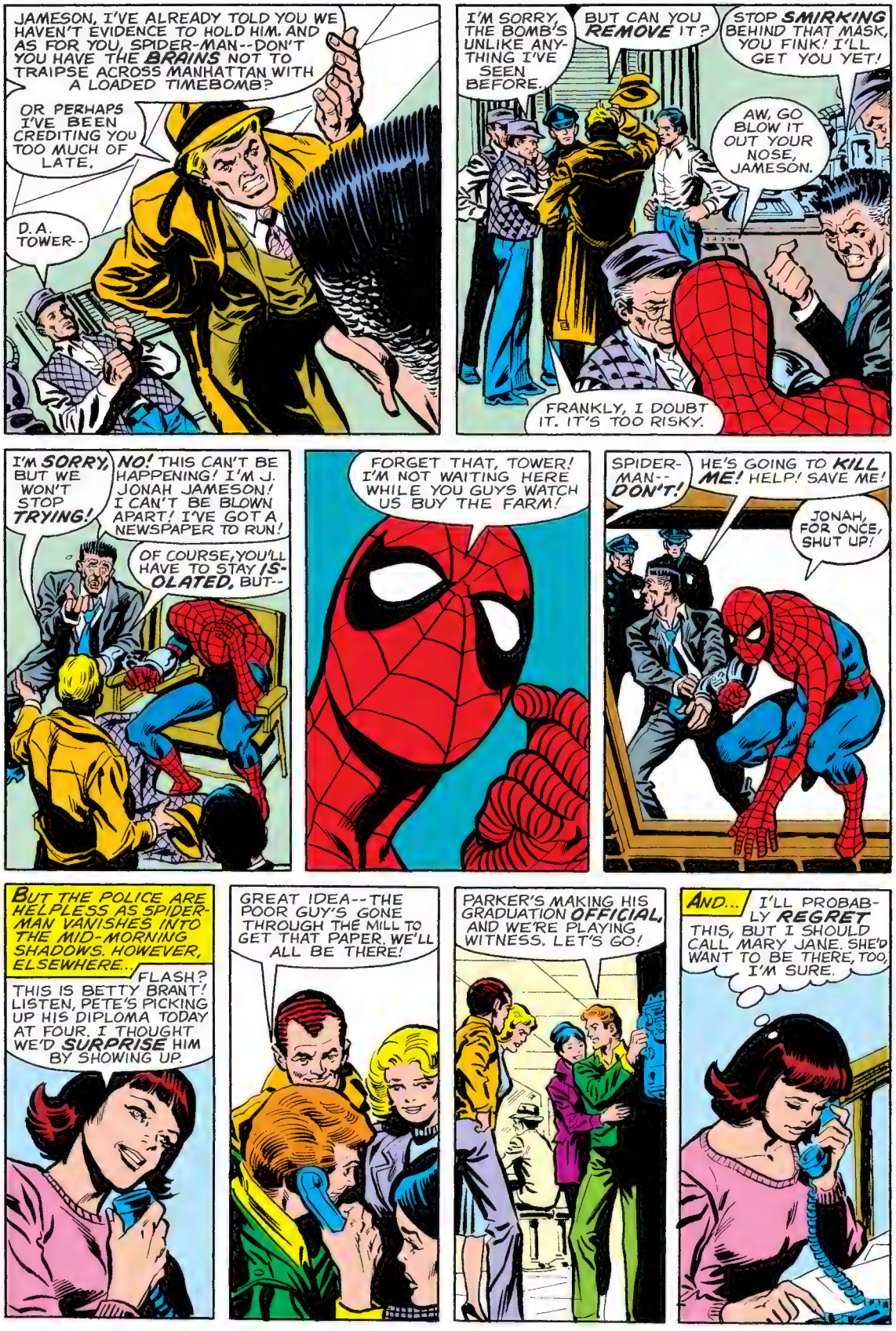
LG 388

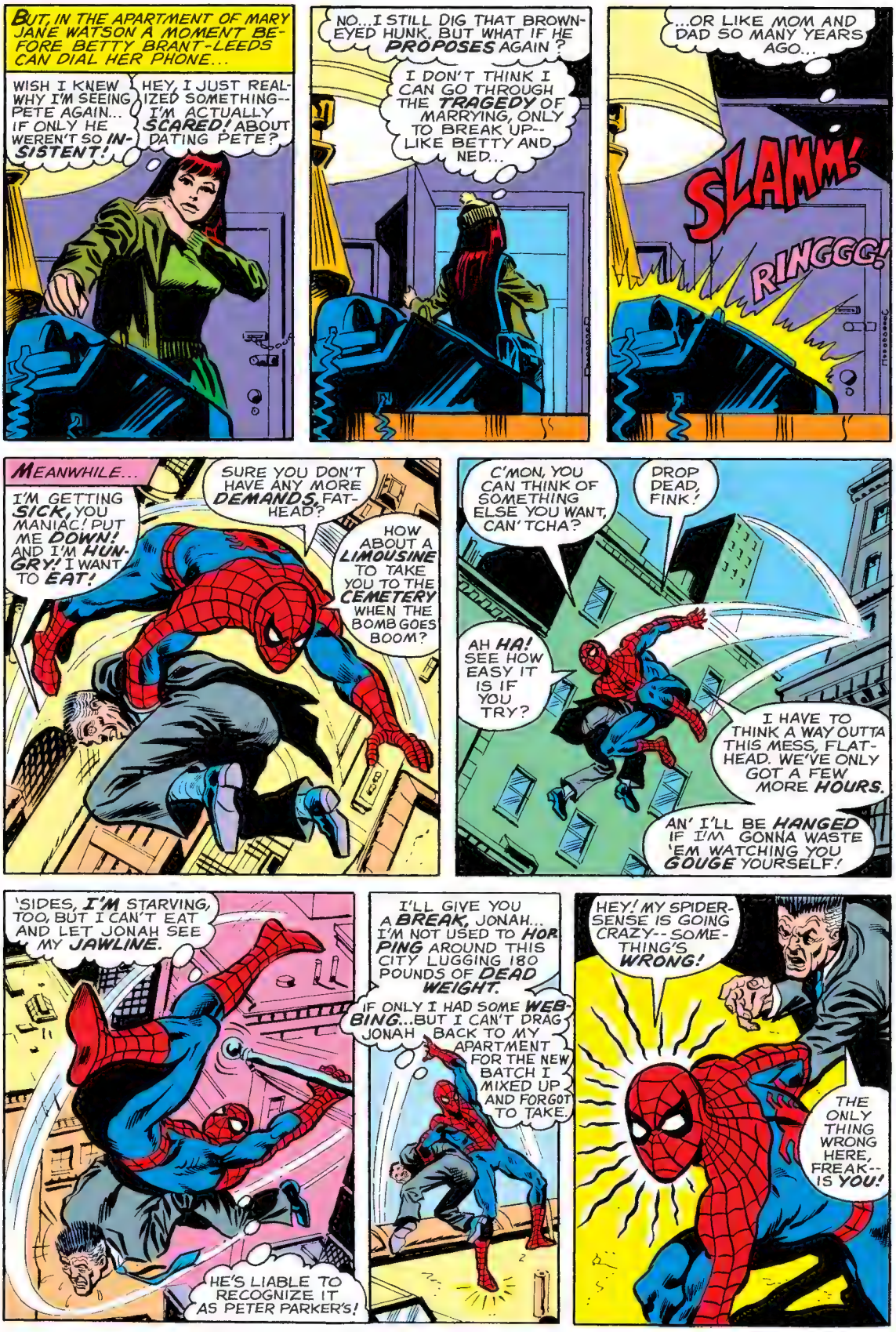
WHAT THE HECK ARE YOU YAKKING ABOUT, SMYTHE? IF YOU THINK THIS DOOHICKEY OF YOURS WILL--
THAT IS NOT A PLAY TOY, YOU ≥COUGH≤ GLIB-TONGUED DOLT-- IT IS A SPECIALLY CREATED BOMB-- AND IT'S PRIMED TO BLOW IN 24 HOURS!
SHOULD YOU ATTEMPT TO REMOVE IT BEFORE THEN, IT WILL EXPLODE THAT MUCH SOONER!
WHY ARE YOU DOING THIS TO ME, SMYTHE? I'VE GIVEN YOU MONEY--EVERYTHING!
23:56:31
STAND BACK, HOT-HEAD, I'LL MAKE THIS PIPSQUEAK START TALKING...
N-NO, SPIDER-MAN-- EVEN YOU CAN'T FORCE ME TO REVEAL THE SECRET OF THAT BOMB--I'VE TOLD YOU BEFORE: I'M ALREADY DYING!
AND ALL I WANT IS TO SEE MY TWO MOST HATED ENEMIES DIE BEFORE MY EYES CLOSE FOREVER.
YOU MANIAC! WHY ARE YOU DOING THIS TO ME? LOOK, I'LL GIVE YOU ANYTHING! MONEY! DOCTORS! THAT'S IT--I'LL PAY FOR THE BEST MEDICAL CARE AVAILABLE!
IT'S OF NO USE, JAMESON--≥COUGH≤ MY CONDITION HAS DETERIORATED BEYOND ALL HOPE!
AND I HAVE ALREADY EXPLAINED MY REASONS TO YOU! YOU FORCED ME TO CREATE SPIDER-SLAYER AFTER SPIDER-SLAYER...
THE PLUTONIUM NEEDED TO POWER MY CREATIONS SLOWLY POISONED ME. BY THE TIME I LEARNED THE TRAGIC TRUTH ≥COUGH≤ IT WAS ALREADY TOO LATE.
BUT, YOU CAN'T DO THIS TO ME. IT'S NOT RIGHT!
JAMESON, WHY DON'T YOU SHUT UP ALREADY?
WHAT'S DONE IS DONE--
--AND SINCE I'M NOT GONNA STAND HERE AND ARGUE WITH THAT MANIAC, I'M SPLITTING!
WAIT! WHAT ARE YOU DOING? YOU'RE DRAGGING ME WITH YOU!
PUT ME DOWN! PUT ME DOWN!

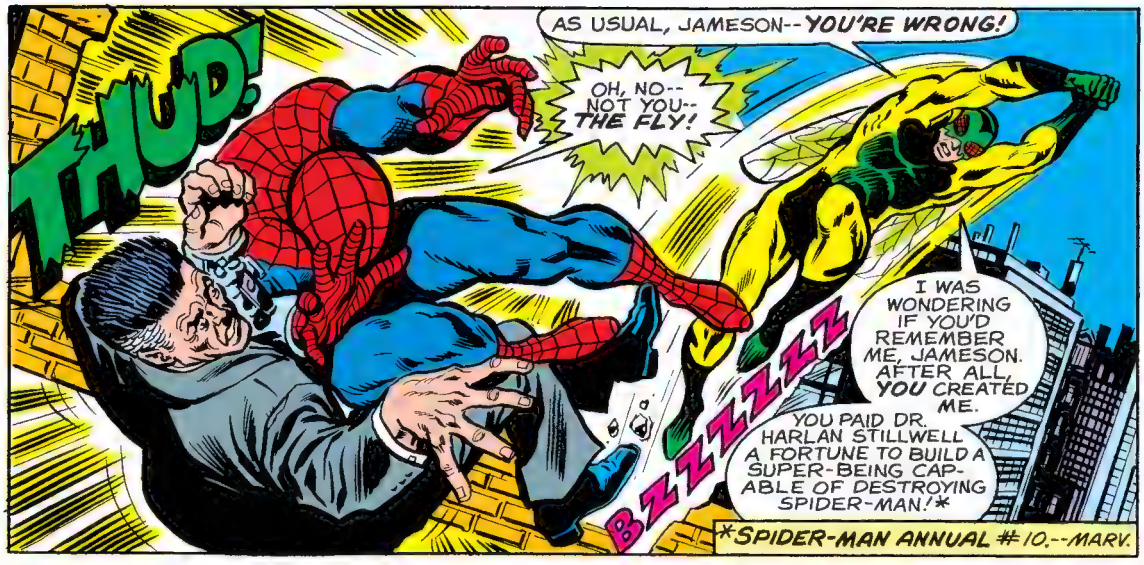

I'D LOVE TO--YOU'VE BEEN PUTTING ME DOWN FOR YEARS!
UNFORTUNATELY, WE'RE STUCK TOGETHER... AND I DO MEAN STUCK!
GO--RUN! BUT I'LL STILL HAVE THE LAST LAUGH!
SO HELP ME, WALL-CRAWLER--I'LL SEE YOU BOTH DEAD!
FAR FROM SPENCER SMYTHE'S WESTCHESTER LAB, OVER THE NEW YORK SKYSCRAPERS, THERE CAN BE HEARD A STRANGE, SINISTER BUZZING...
...AS A LITHE, SILENT FIGURE ARCS A SWIFT PATH TOWARD KENNEDY AIRPORT.
THE EGYPTIAN DELEGATION IS TO ARRIVE FROM CAIRO IN FIFTEEN MINUTES.
AND THOUGH, BY CAR, THE TRIP CAN TAKE UPWARDS OF ONE HOUR...
...THE FEARSOME FLY WILL ARRIVE AT THE AIR-EGYPT TERMINAL WITH MINUTES TO SPARE.
MEANWHILE, IN THE FRANTIC OFFICES OF THE DAILY BUGLE...
BETTY, SEE IF YOU CAN GET PETER PARKER ON THE PHONE.
YES SIR, MR. ROBERTSON.
PARKER? DIDN'T JAMESON FIRE HIM?
HE DID, DONALDSON, BUT DESPITE THAT, I'VE GIVEN HIM AN ASSIGNMENT.
THE ONLY PROBLEM SEEMS TO BE PETER PARKER CAN'T BE FOUND ANYWHERE.
I TOOK A RISK OVERRIDING JONAH'S ORDERS... I PRAY FOR PARKER'S SAKE, HE DOESN'T MAKE ME REGRET IT.
PUT ME DOWN, YOU WEBBED FINK! I'M NOT A SACK OF POTATOES!
I SAID PUT ME DOWN! DID YOU HEAR ME?
YEAH, YEAH, BUT I'M TRYING TO PRETEND I DIDN'T!
WHAT I DON'T NEED RIGHT NOW IS A STOMACH ACHE LISTENING TO YOU RANT LIKE A MADMAN!
THAT DOES IT, YOU WALL-CRAWLING CREEP! I'VE HAD IT FROM YOU!
WHO DO YOU THINK YOU ARE TELLING J. JONAH JAMESON WHAT TO DO?!
IN FACT, LET'S JUST SEE THE FACE BENEATH THAT MASK. I WANT TO KNOW WHO MURDERED MY SON!
HEY! MY MASK!
IF HE PULLS IT OFF, HE'LL KNOW I'M PETER PARKER. I'LL BE SUNK!

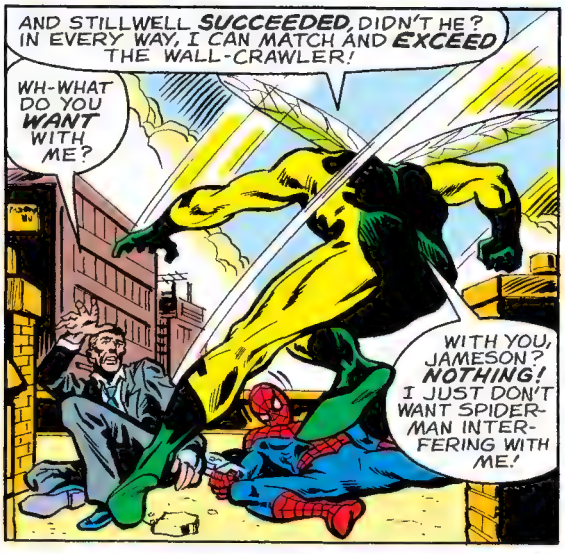

NEVER DO THAT AGAIN, YOU MANIAC! OR I'M LIABLE TO FORGET WE'RE ON THE SAME SIDE!
YOU'RE THREATENING TO DROP ME? YOU WOULDN'T DARE!
DON'T TEMPT ME, PORK-FACE!!
YOU'VE CALLED ME A MENACE FOR YEARS NOW!
I MIGHT AS WELL LIVE UP TO ALL THAT BULL YOU'VE BEEN DISHING OUT!
AND LET'S SET THE MATTER STRAIGHT ON SOMETHING ELSE, TOO-- I DIDN'T MURDER YOUR SON.
HAH! YOU EXPECT ME TO BELIEVE THAT AFTER YOU ALMOST DROPPED ME?
HOW COULD I, YOU MORON-- WITHOUT DROPPING ME AS WELL?
DON'T TRY TO SWEET-TALK ME, WALL-CRAWLER. BEFORE I DIE, I'LL PROVE YOU'RE A KILLER.
SPIDER-MAN? BUT WHAT'S HE DOING?
YOU'RE FORGETTING SOMETHING, FLATHEAD-- WE MIGHT BOTH DIE, AND VERY SOON...
AS THE WALL-CRAWLER AND AN ANGRY J.J.J. ENTER CONNERS' N.Y. LAB, SPIDEY EXPLAINS THEIR PERILOUS PREDICAMENT...
MEANWHILE, TIME IS RUNNING OUT, AND ALL THAT REMAINS IS... 19:45:08.
THIS MURDERER KIDNAPPED ME. I DEMAND TO SEE THE POLICE!
DON'T LISTEN TO HIM, CURTIS-- HE DROPPED HIS BRAINS SOMEWHERE ALONG 38TH STREET AND THEY ROLLED DOWN A SEWER DRAIN...
YOU THINK YOU CAN HELP WITH THIS BOMB?
I'LL DO WHAT I CAN, SPIDER-MAN! LET'S HURRY, THERE ISN'T MUCH TIME.
...IF WE DON'T GET THIS TINKER-TOY TIMEBOMB OFF OUR WRISTS!
CURT CONNERS! THANK GOODNESS YOU'RE IN TOWN. I FIGURED YOU'D BE HERE FOR THE SCIENCE CONVENTION.
SPIDER-MAN? YOU AND JAMESON TOGETHER? WHAT'S WRONG?
SHORTLY...
I'VE GOT A READING...THERE IS A HIGHLY COMPRESSED PLASTIQUE EXPLOSIVE INSIDE, SPIDER-MAN. IT WORKS ON A PRESSURE PRINCIPLE.
WHO IS THIS ONE-ARMED MAN, CREEP? WHAT'S HE DOING?
DON'T HAVE TO TELL HIM CURT CONNERS IS REALLY THE LIZARD. THAT'D BLOW POOR JONAH'S MIND.
HE'S A FRIEND, JAMESON-- SOMETHING YOU WOULDN'T KNOW ANYTHING ABOUT.

FROM WHAT I CAN TELL, IF WE MAKE ANY ATTEMPT TO REMOVE THE SHACKLE, THE CHANGE IN PRESSURE WILL DETONATE THE BOMB.
SUDDENLY, THE HALL OUTSIDE THE SMALL LAB COMES ALIVE WITH THE SOUND OF RUNNING FEET. THEN, A MOMENT LATER...
ALL RIGHT-- NO ONE MOVE! SPREAD YOUR LEGS WIDE AND FREEZE!
SKA-RASHHH!
WHERE'S SPIDER-MAN? HE WAS SEEN DRAGGING SOMEONE IN HERE!
MEANWHILE...
FOLLOWED THE CREEP HERE FROM THE AIRPORT-- AN' NO ONE'S THE WISER!
NOW TA GET WHAT I CAME FOR!
AWRIGHT, PUNK, DON'T BUDGE... NOT UNLESS YER ITCHIN' FOR TROUBLE!
AN' BELIEVE ME, THE FLY IS READY FOR ANYTHIN'!
BY ALLAH! WH-WHO ARE YOU?
JUST A JOE WHO WANTS SOMETHING YOU GOT, BIG-SHOT.
AN' WHAT I WANT, I USUALLY TAKE! GOT THAT?
WAKKO!
YEAH, HERE IT IS, THE INVITE TO THE KING TUT EXHIBIT!
WITH THIS, I'LL MAKE A MILLION!
MEANWHILE DOWNTOWN IN POLICE HEADQUARTERS...
LET'S GET THIS STRAIGHT, JAMESON. YOU SAY SPIDER-MAN KIDNAPPED YOU?
BETTER BELIEVE IT, TOWER. HE AND THAT CREEP SMYTHE PUT THIS BOMB ON MY WRIST!
SURE, JONAH, AND I ACCIDENTALLY CLAMPED IT ON MY WRIST AS WELL, RIGHT?
HE'S A KILLER, TOWER! I DEMAND YOU ARREST HIM FOR MY SON'S DEATH!
DO WE REALLY HAVE TO GO THROUGH THIS ROUTINE AGAIN?


JAMESON, I'VE ALREADY TOLD YOU WE HAVEN'T EVIDENCE TO HOLD HIM. AND AS FOR YOU, SPIDER-MAN--DON'T YOU HAVE THE BRAINS NOT TO TRAIPSE ACROSS MANHATTAN WITH A LOADED TIMEBOMB?
OR PERHAPS I'VE BEEN CREDITING YOU TOO MUCH OF LATE.
D.A. TOWER--
I'M SORRY, THE BOMB'S UNLIKE ANYTHING I'VE SEEN BEFORE.
BUT CAN YOU REMOVE IT?
STOP SMIRKING BEHIND THAT MASK, YOU FINK! I'LL GET YOU YET!
AW, GO BLOW IT OUT YOUR NOSE, JAMESON.
FRANKLY, I DOUBT IT. IT'S TOO RISKY.
I'M SORRY, BUT WE WON'T STOP TRYING!
NO! THIS CAN'T BE HAPPENING! I'M J. JONAH JAMESON! I CAN'T BE BLOWN APART! I'VE GOT A NEWSPAPER TO RUN!
OF COURSE, YOU'LL HAVE TO STAY ISOLATED, BUT--
FORGET THAT, TOWER! I'M NOT WAITING HERE WHILE YOU GUYS WATCH US BUY THE FARM!
SPIDER-MAN--DON'T!
HE'S GOING TO KILL ME! HELP! SAVE ME!
JONAH, FOR ONCE, SHUT UP!
BUT THE POLICE ARE HELPLESS AS SPIDER-MAN VANISHES INTO THE MID-MORNING SHADOWS. HOWEVER, ELSEWHERE...
FLASH? THIS IS BETTY BRANT! LISTEN, PETE'S PICKING UP HIS DIPLOMA TODAY AT FOUR. I THOUGHT WE'D SURPRISE HIM BY SHOWING UP.
GREAT IDEA--THE POOR GUY'S GONE THROUGH THE MILL TO GET THAT PAPER. WE'LL ALL BE THERE!
PARKER'S MAKING HIS GRADUATION OFFICIAL, AND WE'RE PLAYING WITNESS. LET'S GO!
AND... I'LL PROBABLY REGRET THIS, BUT I SHOULD CALL MARY JANE. SHE'D WANT TO BE THERE, TOO, I'M SURE.

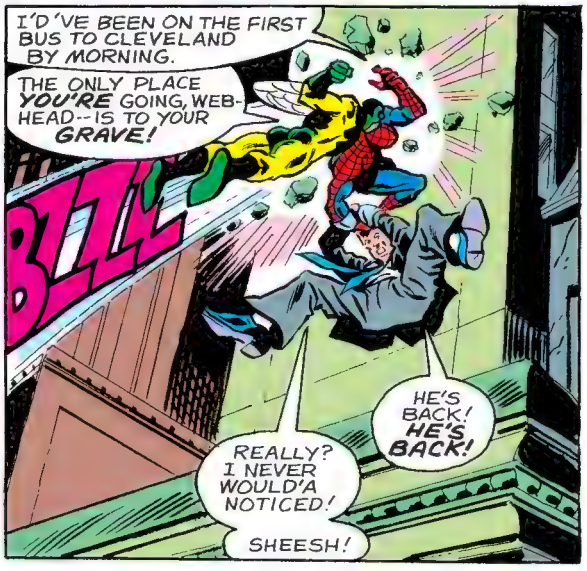

BUT, IN THE APARTMENT OF MARY JANE WATSON A MOMENT BEFORE BETTY BRANT-LEEDS CAN DIAL HER PHONE...
I WISH I KNEW WHY I'M SEEING PETE AGAIN... IF ONLY HE WEREN'T SO INSISTENT!
HEY, I JUST REALIZED SOMETHING--I'M ACTUALLY SCARED! ABOUT DATING PETE?
NO...I STILL DIG THAT BROWN-EYED HUNK, BUT WHAT IF HE PROPOSES AGAIN?
I DON'T THINK I CAN GO THROUGH THE TRAGEDY OF MARRYING, ONLY TO BREAK UP--LIKE BETTY AND NED...
...OR LIKE MOM AND DAD SO MANY YEARS AGO...
SLAMM!
RINGGG!
MEANWHILE...
I'M GETTING SICK, YOU MANIAC! PUT ME DOWN! AND I'M HUNGRY! I WANT TO EAT!
SURE YOU DON'T HAVE ANY MORE DEMANDS, FATHEAD?
HOW ABOUT A LIMOUSINE TO TAKE YOU TO THE CEMETERY WHEN THE BOMB GOES BOOM?
C'MON, YOU CAN THINK OF SOMETHING ELSE YOU WANT, CAN'TCHA?
DROP DEAD, FINK!
AH HA! SEE HOW EASY IT IS IF YOU TRY?
I HAVE TO THINK A WAY OUTTA THIS MESS, FLATHEAD. WE'VE ONLY GOT A FEW MORE HOURS.
AN' I'LL BE HANGED IF I'M GONNA WASTE 'EM WATCHING YOU GOUGE YOURSELF!
'SIDES, I'M STARVING, TOO, BUT I CAN'T EAT AND LET JONAH SEE MY JAWLINE.
HE'S LIABLE TO RECOGNIZE IT AS PETER PARKER'S!
I'LL GIVE YOU A BREAK, JONAH... I'M NOT USED TO HOPPING AROUND THIS CITY LUGGING 180 POUNDS OF DEAD WEIGHT.
IF ONLY I HAD SOME WEBBING...BUT I CAN'T DRAG JONAH BACK TO MY APARTMENT FOR THE NEW BATCH I MIXED UP AND FORGOT TO TAKE.
HEY! MY SPIDER-SENSE IS GOING CRAZY--SOMETHING'S WRONG!
THE ONLY THING WRONG HERE, FREAK--IS YOU!

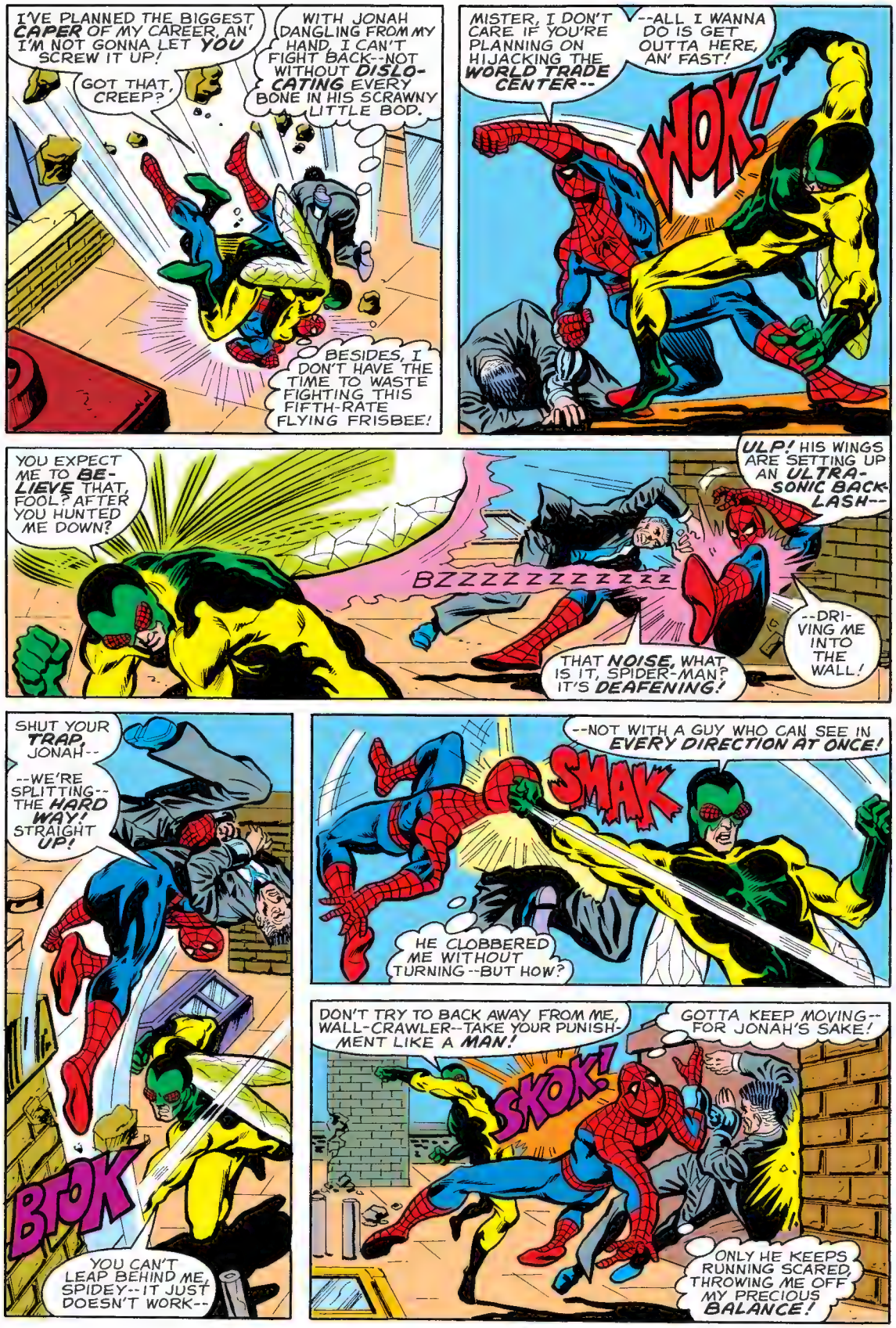

THUD!
AS USUAL, JAMESON--YOU'RE WRONG!
OH, NO--NOT YOU--THE FLY!
BZZZZZZZ
I WAS WONDERING IF YOU'D REMEMBER ME, JAMESON. AFTER ALL, YOU CREATED ME.
YOU PAID DR. HARLAN STILLWELL A FORTUNE TO BUILD A SUPER-BEING CAPABLE OF DESTROYING SPIDER-MAN!*
*SPIDER-MAN ANNUAL #10,--MARV.


AND STILLWELL SUCCEEDED, DIDN'T HE? IN EVERY WAY, I CAN MATCH AND EXCEED THE WALL-CRAWLER!
WH-WHAT DO YOU WANT WITH ME?
WITH YOU, JAMESON? NOTHING! I JUST DON'T WANT SPIDER-MAN INTERFERING WITH ME!

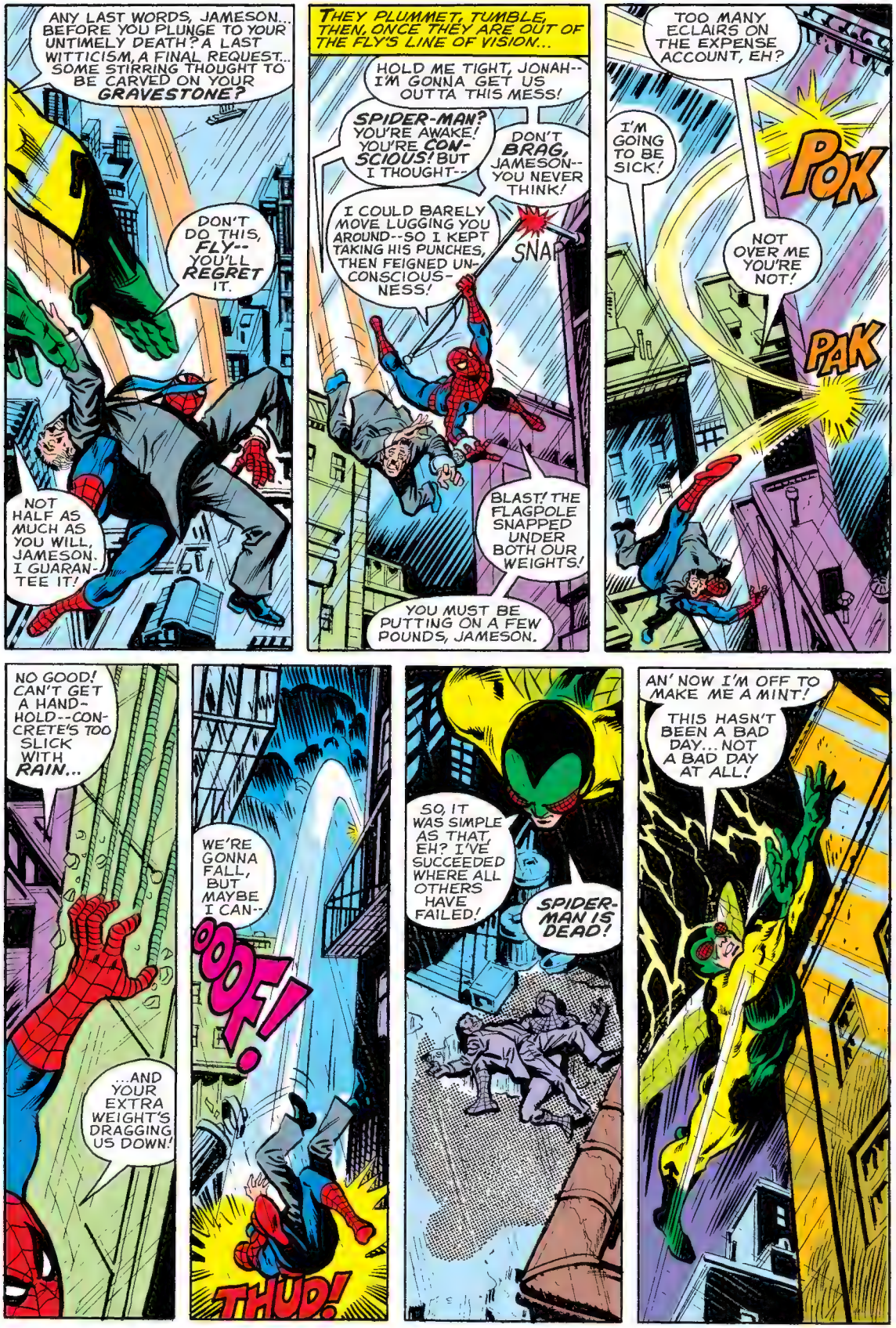
THEN YOU'D BETTER LEARN WHEN A GUY'S PLAYING POSSUM, FLY!
THAT'S WHAT I LIKE ABOUT YOU, FLY--YOU NEVER LET THE FACTS INTERFERE WITH YOUR STUPIDITY!
YOU'RE CONSCIOUS? BUT THAT'S IMPOSSIBLE!

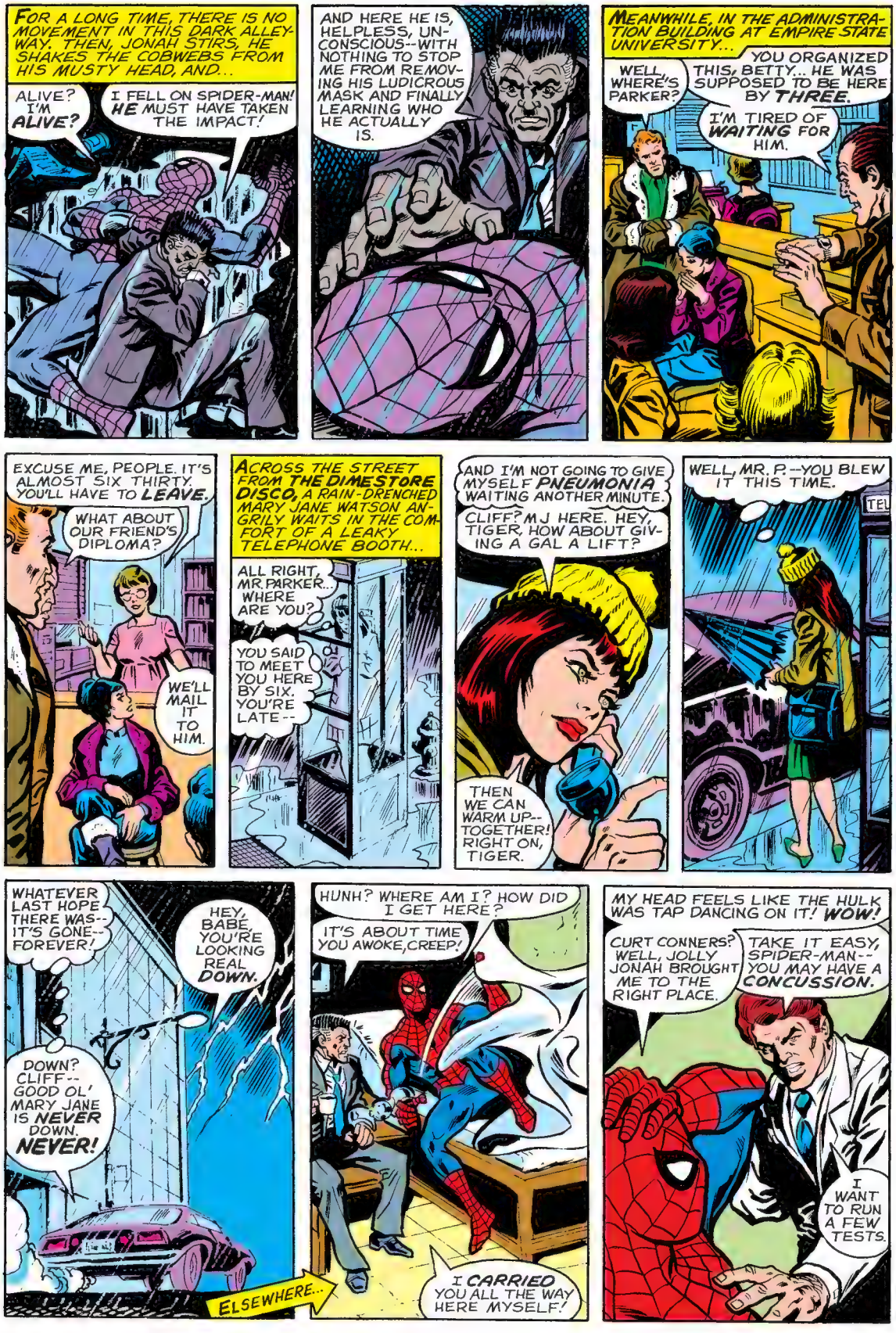
GET ME AWAY FROM THAT LUNATIC, SPIDER-MAN! HE ATTACKED ME THE LAST TIME WE MET!
OH, SHUT UP, JONAH--Y'KNOW SOMETHING--BETWEEN SPIDER-SLAYERS AND FLYS AND ALL THE OTHER GIMMICKS YOU'VE COOKED UP TO GET RID OF ME--
--YOU'VE PROBABLY SPENT WELL OVER A MILLION BUCKS! WHY DIDN'T YOU JUST GIVE ME THE MONEY?


I'D'VE BEEN ON THE FIRST BUS TO CLEVELAND BY MORNING.
THE ONLY PLACE YOU'RE GOING, WEB-HEAD--IS TO YOUR GRAVE!
BZZZ
HE'S BACK! HE'S BACK!
REALLY? I NEVER WOULD'A NOTICED!
SHEESH!


I'VE PLANNED THE BIGGEST CAPER OF MY CAREER, AN' I'M NOT GONNA LET YOU SCREW IT UP!
GOT THAT, CREEP?
WITH JONAH DANGLING FROM MY HAND, I CAN'T FIGHT BACK--NOT WITHOUT DISLOCATING EVERY BONE IN HIS SCRAWNY LITTLE BOD.
BESIDES, I DON'T HAVE THE TIME TO WASTE FIGHTING THIS FIFTH-RATE FLYING FRISBEE!
MISTER, I DON'T CARE IF YOU'RE PLANNING ON HIJACKING THE WORLD TRADE CENTER--
--ALL I WANNA DO IS GET OUTTA HERE, AN' FAST!
WOK!
YOU EXPECT ME TO BELIEVE THAT, FOOL? AFTER YOU HUNTED ME DOWN?
BZZZZZZZZZZZZ
ULP! HIS WINGS ARE SETTING UP AN ULTRA-SONIC BACK-LASH--
--DRIVING ME INTO THE WALL!
THAT NOISE, WHAT IS IT, SPIDER-MAN? IT'S DEAFENING!
SHUT YOUR TRAP, JONAH--
--WE'RE SPLITTING--THE HARD WAY! STRAIGHT UP!
BTOK
YOU CAN'T LEAP BEHIND ME, SPIDEY--IT JUST DOESN'T WORK--
--NOT WITH A GUY WHO CAN SEE IN EVERY DIRECTION AT ONCE!
SHAK
HE CLOBBERED ME WITHOUT TURNING--BUT HOW?
DON'T TRY TO BACK AWAY FROM ME, WALL-CRAWLER--TAKE YOUR PUNISHMENT LIKE A MAN!
GOTTA KEEP MOVING--FOR JONAH'S SAKE!
SKOK!
ONLY HE KEEPS RUNNING SCARED, THROWING ME OFF MY PRECIOUS BALANCE!

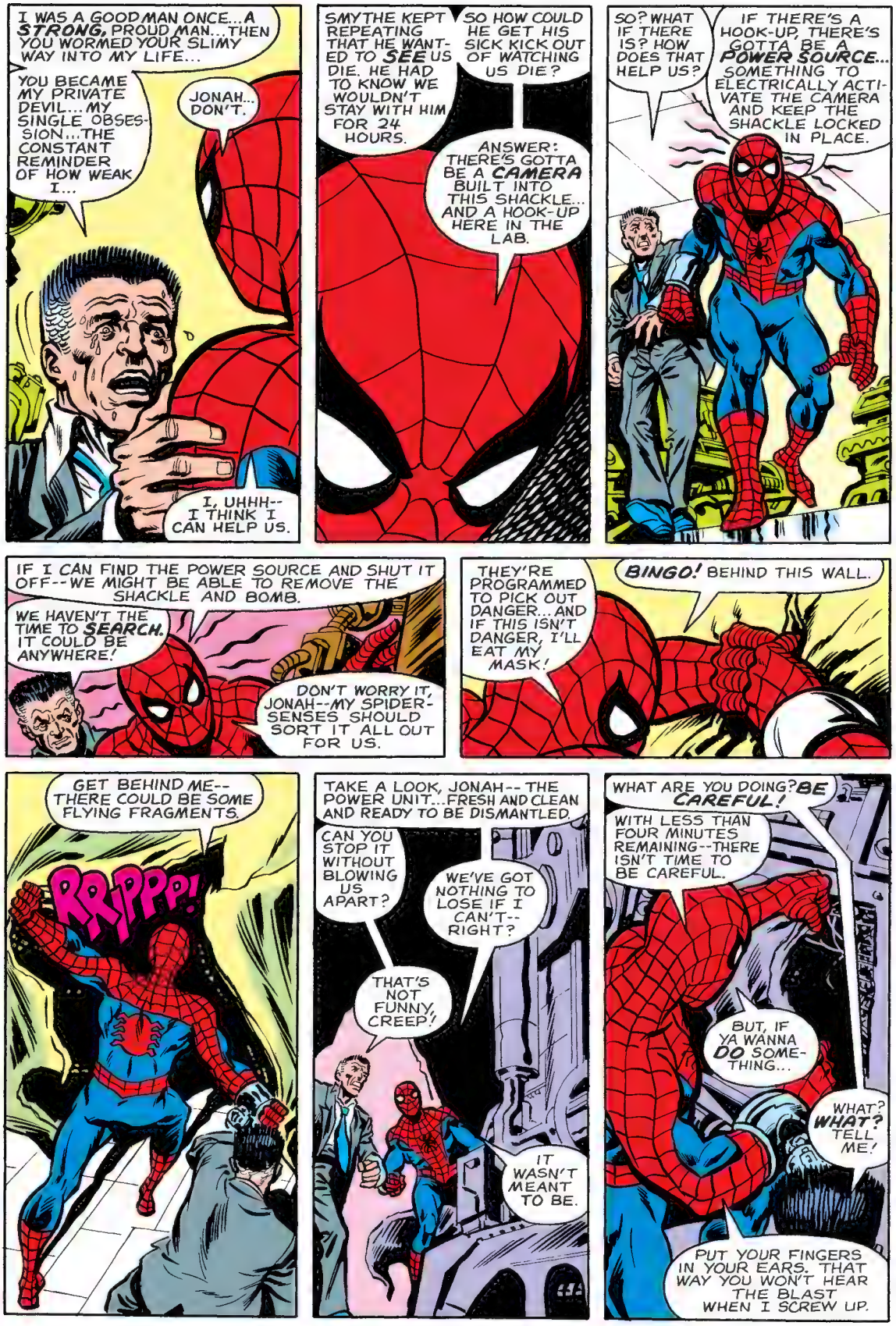
LOOK AT YOU CRUMBLE, FOOL--BUT THEN I KNEW YOU WOULD!
I HAVE THE PROPORTIONAL STRENGTH OF A FLY!
SWAK!
GO SWAT YOURSELF, CHUCKLES!
YOU LAUGH, DOLT, BUT MY STRENGTH IS FAR GREATER THAN ANY MAN!
WOK!
EVEN A SPIDER-MAN!
BTOK!
SPIDER-MAN! DO SOMETHING, YOU DOLT! SAVE ME!
HOW CAN HE SAVE YOU, JAMESON--?
--THE FOOL CAN'T EVEN SAVE HIMSELF!
BWAAM!
HE'S ATTACHED TO YOU BY HIS FIGHTING HAND, JAMESON--
--BETWEEN THAT AND MY MAGNIFICENT STRENGTH--I CAN DESTROY THE WALL-CRAWLER--FOREVER!
KRUNCH!
AND WON'T THAT MAKE YOU A GENUINELY HAPPY MAN, JAMESON--?
ISN'T SPIDER-MAN'S DEATH WHAT YOU PAID FOR?
WAIT! WHAT ARE YOU GOING TO DO WITH ME?
I'M A WEALTHY MAN, FLY--I CAN PAY YOU TO LEAVE ME ALONE!
YOU THINK EVERYBODY'LL JUMP FOR YA BECAUSE YOU GOT MONEY? WELL, THE FLY'S GONNA HAVE MONEY SOON--PILES OF IT!
ENOUGH TO MAKE YOUR BANK ACCOUNT LOOK LIKE A BOWERY STREET BUM'S!
AT FIRST YOU TWO WERE MERELY IN MY WAY--THORNS TO BE PICKED.
NOW, I BELIEVE I'LL ENJOY WATCHING YOU TWO DIE!
PLEASE, DON'T DO THIS... WE'RE GOING TO DIE ANYWAY--THERE'S A BOMB--
SHUT UP, JAMESON--I DON'T WANT TO LISTEN TO YOUR SOB STORIES!
BUT YOU'LL BECOME A MURDERER IF YOU KILL ME!
I ALREADY AM A MURDERER, JAMESON--I KILLED HARLAN STILLWELL!
NOW I'LL KILL THE MAN WHO PAID HIM TO TURN ME INTO A SUPER-POWERED FREAK!
N-NO--DON'T!

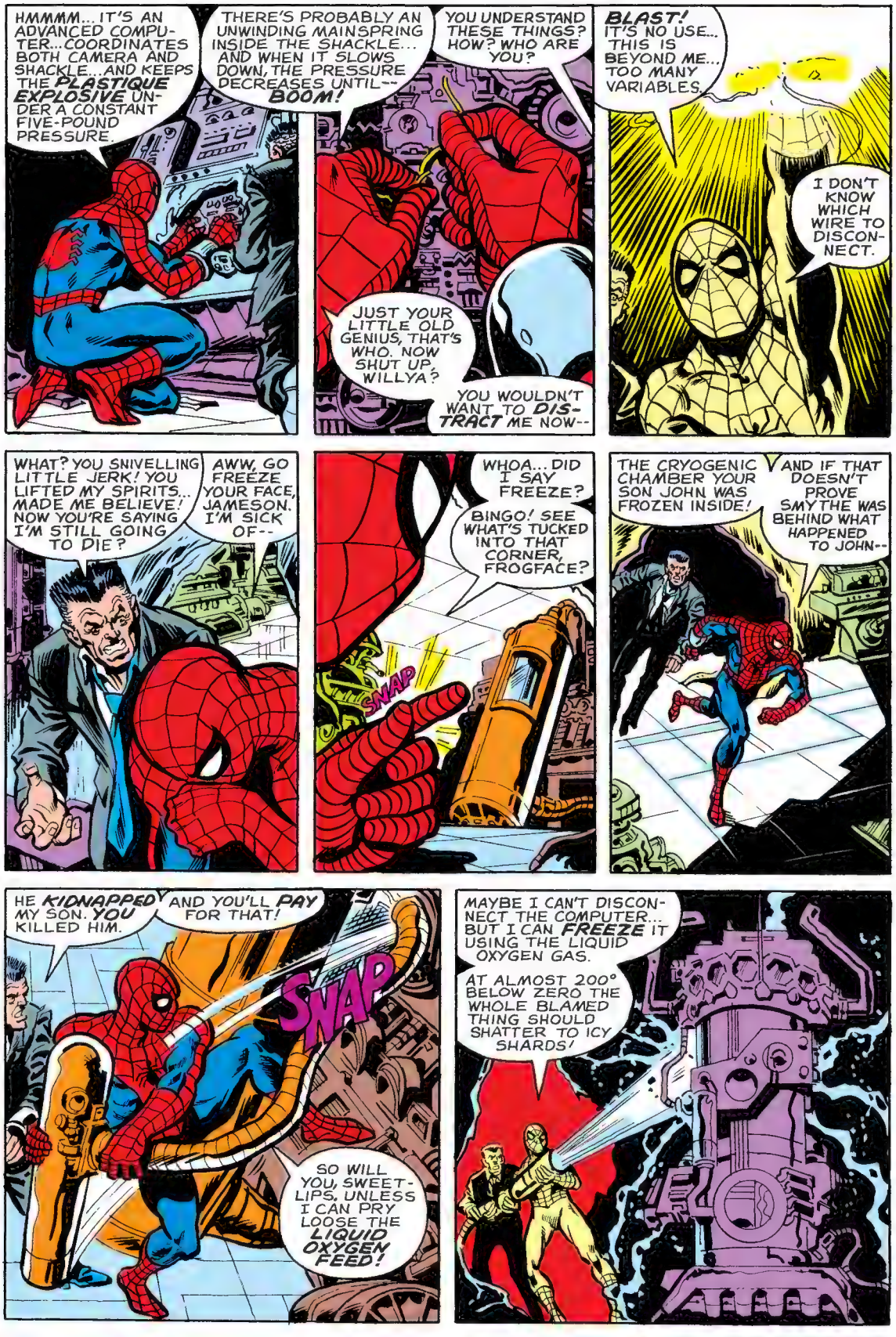

ANY LAST WORDS, JAMESON... BEFORE YOU PLUNGE TO YOUR UNTIMELY DEATH? A LAST WITTICISM, A FINAL REQUEST... SOME STIRRING THOUGHT TO BE CARVED ON YOUR GRAVESTONE?
DON'T DO THIS, FLY-- YOU'LL REGRET IT.
NOT HALF AS MUCH AS YOU WILL, JAMESON. I GUARANTEE IT!
THEY PLUMMET, TUMBLE, THEN, ONCE THEY ARE OUT OF THE FLY'S LINE OF VISION...
HOLD ME TIGHT, JONAH-- I'M GONNA GET US OUTTA THIS MESS!
SPIDER-MAN? YOU'RE AWAKE! YOU'RE CONSCIOUS! BUT I THOUGHT--
DON'T BRAG, JAMESON-- YOU NEVER THINK!
I COULD BARELY MOVE LUGGING YOU AROUND--SO I KEPT TAKING HIS PUNCHES, THEN FEIGNED UNCONSCIOUSNESS!
SNAP
BLAST! THE FLAGPOLE SNAPPED UNDER BOTH OUR WEIGHTS!
YOU MUST BE PUTTING ON A FEW POUNDS, JAMESON.
TOO MANY ECLAIRS ON THE EXPENSE ACCOUNT, EH?
I'M GOING TO BE SICK!
POK
NOT OVER ME YOU'RE NOT!
PAK
NO GOOD! CAN'T GET A HAND-HOLD--CONCRETE'S TOO SLICK WITH RAIN...
...AND YOUR EXTRA WEIGHT'S DRAGGING US DOWN!
WE'RE GONNA FALL, BUT MAYBE I CAN--
OOOF!
THUD!
SO, IT WAS SIMPLE AS THAT, EH? I'VE SUCCEEDED WHERE ALL OTHERS HAVE FAILED!
SPIDER-MAN IS DEAD!
AN' NOW I'M OFF TO MAKE ME A MINT!
THIS HASN'T BEEN A BAD DAY... NOT A BAD DAY AT ALL!


FOR A LONG TIME, THERE IS NO MOVEMENT IN THIS DARK ALLEYWAY. THEN, JONAH STIRS, HE SHAKES THE COBWEBS FROM HIS MUSTY HEAD, AND...
ALIVE? I'M ALIVE?
I FELL ON SPIDER-MAN! HE MUST HAVE TAKEN THE IMPACT!
AND HERE HE IS, HELPLESS, UNCONSCIOUS--WITH NOTHING TO STOP ME FROM REMOVING HIS LUDICROUS MASK AND FINALLY LEARNING WHO HE ACTUALLY IS.
MEANWHILE, IN THE ADMINISTRATION BUILDING AT EMPIRE STATE UNIVERSITY...
WELL, WHERE'S PARKER?
YOU ORGANIZED THIS, BETTY... HE WAS SUPPOSED TO BE HERE BY THREE.
I'M TIRED OF WAITING FOR HIM.
EXCUSE ME, PEOPLE. IT'S ALMOST SIX THIRTY. YOU'LL HAVE TO LEAVE.
WHAT ABOUT OUR FRIEND'S DIPLOMA?
WE'LL MAIL IT TO HIM.
ACROSS THE STREET FROM THE DIMESTORE DISCO, A RAIN-DRENCHED MARY JANE WATSON ANGRILY WAITS IN THE COMFORT OF A LEAKY TELEPHONE BOOTH...
ALL RIGHT, MR. PARKER... WHERE ARE YOU?
YOU SAID TO MEET YOU HERE BY SIX. YOU'RE LATE--
AND I'M NOT GOING TO GIVE MYSELF PNEUMONIA WAITING ANOTHER MINUTE.
CLIFF? MJ HERE. HEY, TIGER, HOW ABOUT GIVING A GAL A LIFT?
THEN WE CAN WARM UP--TOGETHER! RIGHT ON, TIGER.
WELL, MR. P.--YOU BLEW IT THIS TIME.
TEL
WHATEVER LAST HOPE THERE WAS--IT'S GONE--FOREVER!
HEY, BABE, YOU'RE LOOKING REAL DOWN.
DOWN? CLIFF--GOOD OL' MARY JANE IS NEVER DOWN. NEVER!
ELSEWHERE...
HUNH? WHERE AM I? HOW DID I GET HERE?
IT'S ABOUT TIME YOU AWOKE, CREEP!
I CARRIED YOU ALL THE WAY HERE MYSELF!
MY HEAD FEELS LIKE THE HULK WAS TAP DANCING ON IT! WOW!
CURT CONNERS? WELL, JOLLY JONAH BROUGHT ME TO THE RIGHT PLACE.
TAKE IT EASY, SPIDER-MAN--YOU MAY HAVE A CONCUSSION.
I WANT TO RUN A FEW TESTS.

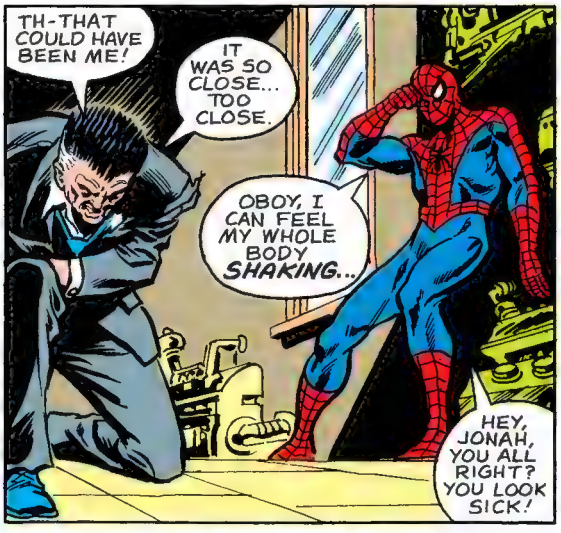
COMING HERE HAD BETTER BE WORTH IT, CONNERS. I HAD TO CARRY THE BLASTED WALL-CRAWLER FOUR BLOCKS IN THE POURING RAIN!
B-BUT I DIDN'T KNOW WHAT ELSE TO DO.
NOT NOW, BLAST IT... NOT WHILE THERE'S SO LITTLE TIME REMAINING.
I'M SORRY, BUT I STILL CAN'T FIGURE HOW TO REMOVE THE SHACKLE OR THE BOMB.
FIGURES! ONLY SMYTHE KNOWS, AND HE'S NOT TALKI--
HOLD IT, I'M A GRADE-A--DUNCE!
I'VE SAID THAT FOR YEARS!
SNAP
JAMESON, WHY DON'T YOU--AWWW, FORGET IT! IT'S HARDLY WORTH THE EFFORT.
C'MON, WE'VE GOT A LITTLE TRIP TO TAKE.
WHERE? WHERE ARE YOU DRAGGING ME OFF TO NOW?
WESTCHESTER! AND WE BETTER MOVE!
ONE HOUR? WE'LL NEVER MAKE IT!
THEN YOU'D BETTER START PRAYING, JONAH.
01:04:05
IT TAKES ALMOST HALF AN HOUR FOR A TIRED, WEAK-LIMBED SPIDER-MAN TO CARRY AN EQUALLY-TIRED J. JONAH JAMESON TO THE WESTCHESTER LAB OF SPENCER SMYTHE...
WE'RE BACK, SMYTHE! AND WE'RE AFTER YOU!
YOU HEAR ME, MISTER?
KRASH!
HE'S NOT SPEAKING. HE'S SO SMUG IN HIS BLASTED VICTORY!
I'M SICK OF THIS GARBAGE, SMYTHE! I WANNA KNOW HOW TO--
01:29:59
OH MY ACHING BACK! JAMESON-- LOOK!
DON'T TELL ME...DON'T DARE TELL ME.
SMYTHE WANTED TO SEE US DIE, JAMESON. I GUESS HE'S FAILED AGAIN.
HE'S DEAD!

THERE IS A HEARTBEAT'S SILENCE, A NUMBING OF THE SENSES. THEN, A FRUSTRATED RAGE WASHES OVER THE TROUBLED WALL-CRAWLER...
NO! IT ISN'T FAIR! HE CAN'T BE DEAD!
HE CAN'T DO THIS TO ME!
MY LIFE HAS BEEN ONE LONG SHAMBLES! MUST I DIE A LOSER AS WELL?
CAN THE CRYBABY ROUTINE, CREEP. YOU'VE GOT TO THINK.
WHAT DO YOU THINK I'M TRYIN' TO DO, JAMESON? READ "WAR AND PEACE" IN THE NEXT HALF HOUR?
GREETINGS! BY THE TIME YOU HEAR THIS, I ≷CHOKE≷ WILL BE DEAD. I CANNOT HOPE TO LAST OUT THE FEW REMAINING HOURS SO I MAY SEE YOU DIE.
THAT VOICE?
SMYTHE?
WHAT'S THE MEANING OF THIS, SMYTHE?
SHUT UP, JONAH--THAT'S A PRE-RECORDED MESSAGE.
I WANTED TO WATCH MY TWO GREATEST ENEMIES MEET THEIR MAKER--BUT MY ≷CHOKE-COUGH≷ MY STRENGTH IS RAPIDLY FADING...
...THE RADIOACTIVE POISON IS COURSING THROUGH ME... MY BODY IS DETERIORATING...
BUT I SHALL ≷CHOKE-CHOKE≷ DIE VICTORIOUS... FOR YOU WILL BOTH PERISH AS WELL FAREWELL! HA! HAH! HA!
HE'S SURE A BUNDLE OF LAUGHS, ISN'T HE?
GONE? JUST LIKE THAT? NO CLUES TO HELP US ESCAPE?
I-I'M DOOMED?
LORD, DON'T DO THIS TO ME!
I--I DON'T WANT TO D-DIE...
Y-YOU'VE GOT TO DO SOMETHING, SPIDER-MAN! YOU'VE GOT TO SAVE ME. I'LL DO ANYTHING... ANYTHING... JUST DON'T LET ME DIE!
JONAH, SNAP OUT OF IT! PULL YOURSELF TOGETHER, MAN!
YOU! YOU'VE BEEN THE BANE OF MY LIFE.
YOUR VERY EXISTENCE HAS SERVED TO HUMILIATE ME... TO MAKE ME LESS THAN THE THE GREAT MAN I COULD HAVE BEEN!


I WAS A GOOD MAN ONCE...A STRONG, PROUD MAN...THEN YOU WORMED YOUR SLIMY WAY INTO MY LIFE...
YOU BECAME MY PRIVATE DEVIL...MY SINGLE OBSESSION...THE CONSTANT REMINDER OF HOW WEAK I...
JONAH... DON'T.
I, UHHH-- I THINK I CAN HELP US.
SMYTHE KEPT REPEATING THAT HE WANTED TO SEE US DIE. HE HAD TO KNOW WE WOULDN'T STAY WITH HIM FOR 24 HOURS.
SO HOW COULD HE GET HIS SICK KICK OUT OF WATCHING US DIE?
ANSWER: THERE'S GOTTA BE A CAMERA BUILT INTO THIS SHACKLE... AND A HOOK-UP HERE IN THE LAB.
SO? WHAT IF THERE IS? HOW DOES THAT HELP US?
IF THERE'S A HOOK-UP, THERE'S GOTTA BE A POWER SOURCE... SOMETHING TO ELECTRICALLY ACTIVATE THE CAMERA AND KEEP THE SHACKLE LOCKED IN PLACE.
IF I CAN FIND THE POWER SOURCE AND SHUT IT OFF--WE MIGHT BE ABLE TO REMOVE THE SHACKLE AND BOMB.
WE HAVEN'T THE TIME TO SEARCH. IT COULD BE ANYWHERE!
DON'T WORRY IT, JONAH--MY SPIDER-SENSES SHOULD SORT IT ALL OUT FOR US.
THEY'RE PROGRAMMED TO PICK OUT DANGER...AND IF THIS ISN'T DANGER, I'LL EAT MY MASK!
BINGO! BEHIND THIS WALL.
GET BEHIND ME-- THERE COULD BE SOME FLYING FRAGMENTS.
RRIPPP!
TAKE A LOOK, JONAH-- THE POWER UNIT...FRESH AND CLEAN AND READY TO BE DISMANTLED.
CAN YOU STOP IT WITHOUT BLOWING US APART?
WE'VE GOT NOTHING TO LOSE IF I CAN'T-- RIGHT?
THAT'S NOT FUNNY, CREEP!
IT WASN'T MEANT TO BE.
WHAT ARE YOU DOING? BE CAREFUL!
WITH LESS THAN FOUR MINUTES REMAINING--THERE ISN'T TIME TO BE CAREFUL.
BUT, IF YA WANNA DO SOMETHING...
WHAT? WHAT? TELL ME!
PUT YOUR FINGERS IN YOUR EARS. THAT WAY YOU WON'T HEAR THE BLAST WHEN I SCREW UP.

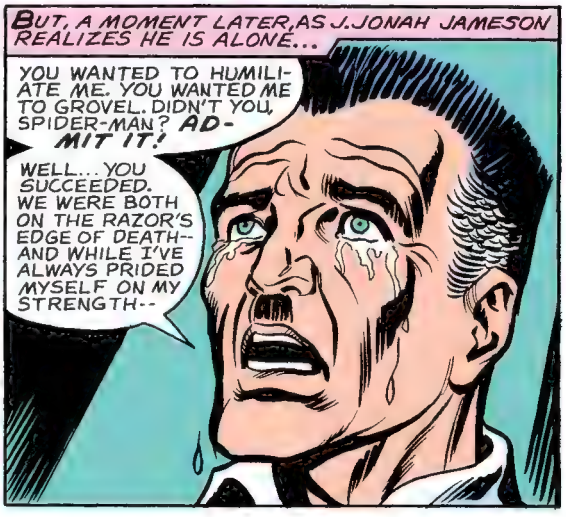

HMMMM... IT'S AN ADVANCED COMPUTER...COORDINATES BOTH CAMERA AND SHACKLE...AND KEEPS THE PLASTIQUE EXPLOSIVE UNDER A CONSTANT FIVE-POUND PRESSURE.
THERE'S PROBABLY AN UNWINDING MAINSPRING INSIDE THE SHACKLE... AND WHEN IT SLOWS DOWN, THE PRESSURE DECREASES UNTIL-- BOOM!
YOU UNDERSTAND THESE THINGS? HOW? WHO ARE YOU?
JUST YOUR LITTLE OLD GENIUS, THAT'S WHO. NOW SHUT UP, WILLYA?
YOU WOULDN'T WANT TO DISTRACT ME NOW--
BLAST! IT'S NO USE... THIS IS BEYOND ME... TOO MANY VARIABLES.
I DON'T KNOW WHICH WIRE TO DISCONNECT.
WHAT? YOU SNIVELLING LITTLE JERK! YOU LIFTED MY SPIRITS... MADE ME BELIEVE! NOW YOU'RE SAYING I'M STILL GOING TO DIE?
AWW, GO FREEZE YOUR FACE, JAMESON. I'M SICK OF--
WHOA... DID I SAY FREEZE?
BINGO! SEE WHAT'S TUCKED INTO THAT CORNER, FROGFACE?
SNAP
THE CRYOGENIC CHAMBER YOUR SON JOHN WAS FROZEN INSIDE!
AND IF THAT DOESN'T PROVE SMYTHE WAS BEHIND WHAT HAPPENED TO JOHN--
HE KIDNAPPED MY SON. YOU KILLED HIM.
AND YOU'LL PAY FOR THAT!
SNAP
SO WILL YOU, SWEETLIPS, UNLESS I CAN PRY LOOSE THE LIQUID OXYGEN FEED!
MAYBE I CAN'T DISCONNECT THE COMPUTER... BUT I CAN FREEZE IT USING THE LIQUID OXYGEN GAS.
AT ALMOST 200° BELOW ZERO THE WHOLE BLAMED THING SHOULD SHATTER TO ICY SHARDS!

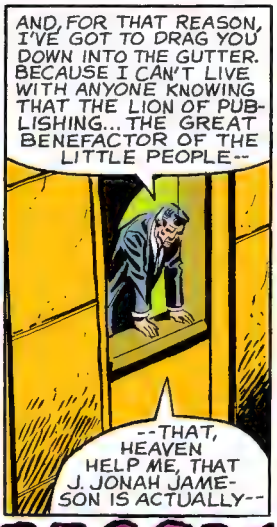
NOTHING'S HAPPENED! WE'RE GOING TO DIE!
DIDN'T I TELL YOU TO SHUT UP, JONAH?
HOW MUCH TIME DO WE HAVE LEFT?
OH, MY SWEET HEAVEN-- THIRTY SECONDS!
YOU'RE REALLY IMPOSSIBLE! WE'RE STUCK TOGETHER IN THIS MESS, AND YET YOU BLAME ME.
YOU'VE FAILED, YOU MURDERER! BECAUSE OF YOU I'LL DIE!
WHEN WAS THE LAST TIME YOU SAW THINGS OBJECTIVELY?
WHEN WAS THE LAST TIME YOU CARED ABOUT ANYONE OTHER THAN YOURSELF?
IN TRYING TO SAVE US BOTH, MY HANDS ARE FREEZING STIFF-- I CAN BARELY HOLD ONTO THIS TUBING.
BUT I'M NOT GONNA DROP IT... I CAN'T LET GO FOR ANYTHING!
HEY... IT WORKED! THE LOCKING MECHANISM SHATTERED--THE SHACKLE FELL OFF!
IT'S ABOUT TIME--THERE WAS ONLY A FEW SECONDS LEFT.
WHAT?
DUCK YOUR FAT HEAD, JAMESON!
THE SHACKLE'S OFF-- BUT THE BOMB'S STILL OPERATING!
WITH ALL HIS AMAZING POWER, SPIDER-MAN THROWS THE HEAVY SHACKLE SKYWARD. THEN...
BAA-WAMMM

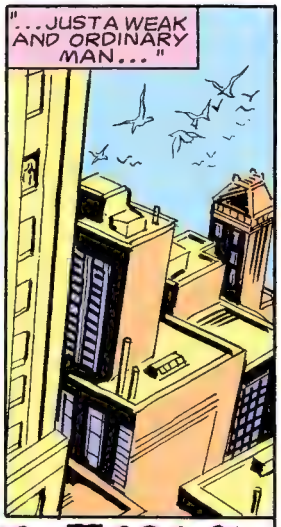

TH-THAT COULD HAVE BEEN ME!
IT WAS SO CLOSE... TOO CLOSE.
OBOY, I CAN FEEL MY WHOLE BODY SHAKING...
HEY, JONAH, YOU ALL RIGHT? YOU LOOK SICK!

SICK? YOU'D BETTER BELIEVE I'M SICK, CREEP. SICK OF YOU! SICK OF YOUR BLASTED COSTUME!
YOU DID THIS TO ME! YOU BROUGHT ME TO THE EDGE. YOU COULD HAVE SAVED US EARLIER, BUT YOU WANTED ME TO GROVEL!
YOU'RE EVERYTHING BAD I'VE EVER SAID YOU WERE--EVERYTHING AND MORE.
I DON'T BELIEVE THIS! WE'VE GONE THROUGH ALL THIS AND--

AWWWW... THE HELL WITH IT!
JAMESON, I ONLY SUSPECTED THIS BEFORE--BUT YOU'RE CERTIFIABLY NUTS!
THAT'S RIGHT, CREEP--GO--RUN! BUT I'LL SHOW EVERYONE WHAT YOU'RE REALLY LIKE!


BUT, A MOMENT LATER, AS J. JONAH JAMESON REALIZES HE IS ALONE...
YOU WANTED TO HUMILIATE ME. YOU WANTED ME TO GROVEL. DIDN'T YOU, SPIDER-MAN? ADMIT IT!
WELL... YOU SUCCEEDED. WE WERE BOTH ON THE RAZOR'S EDGE OF DEATH--AND WHILE I'VE ALWAYS PRIDED MYSELF ON MY STRENGTH--


AND, FOR THAT REASON, I'VE GOT TO DRAG YOU DOWN INTO THE GUTTER. BECAUSE I CAN'T LIVE WITH ANYONE KNOWING THAT THE LION OF PUBLISHING... THE GREAT BENEFACTOR OF THE LITTLE PEOPLE--
--THAT, HEAVEN HELP ME, THAT J. JONAH JAMESON IS ACTUALLY--



NEXT ISSUE: ON THE WINGS OF THE FEARSOME FLY!

SPIDER-MAN ANNUAL ®
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1978
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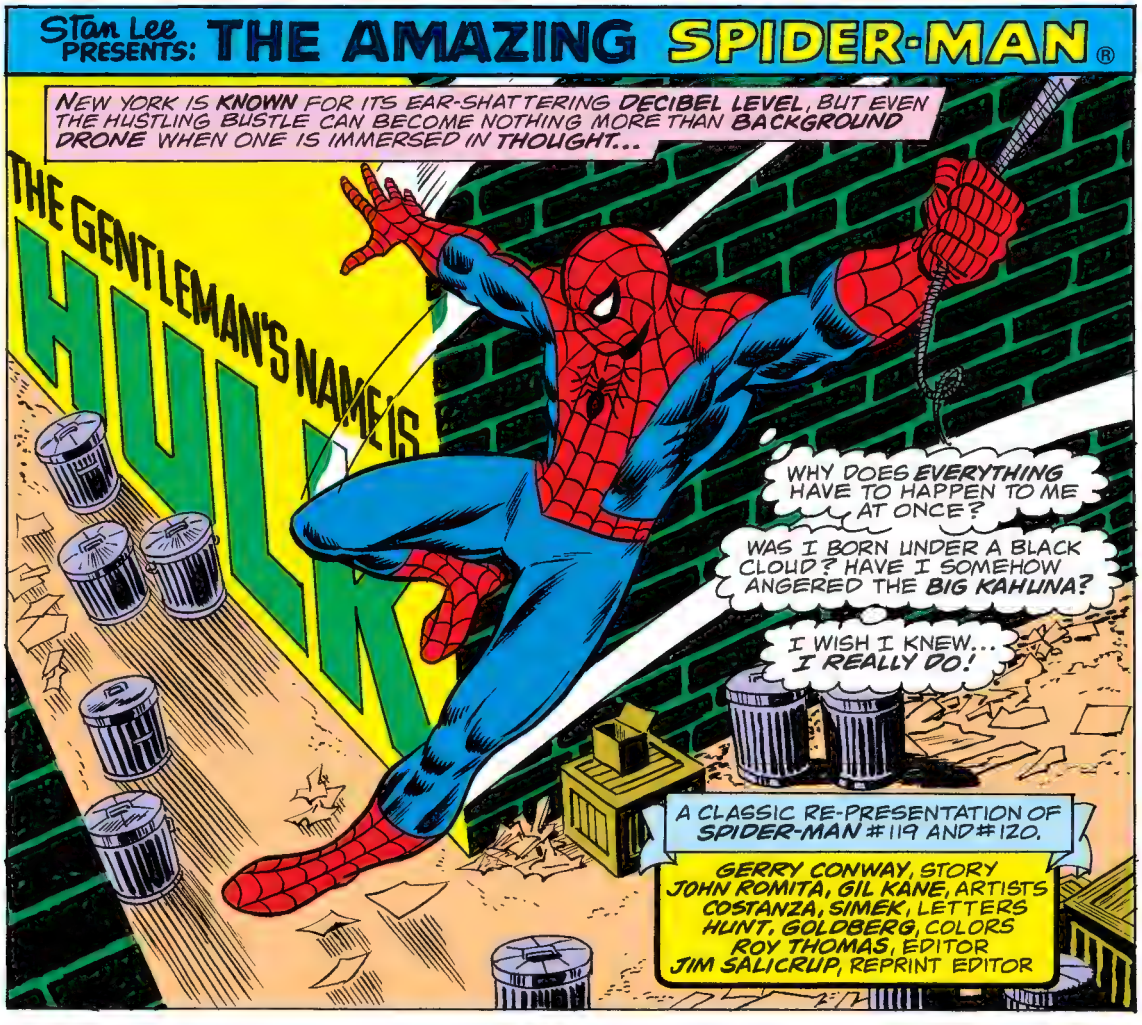
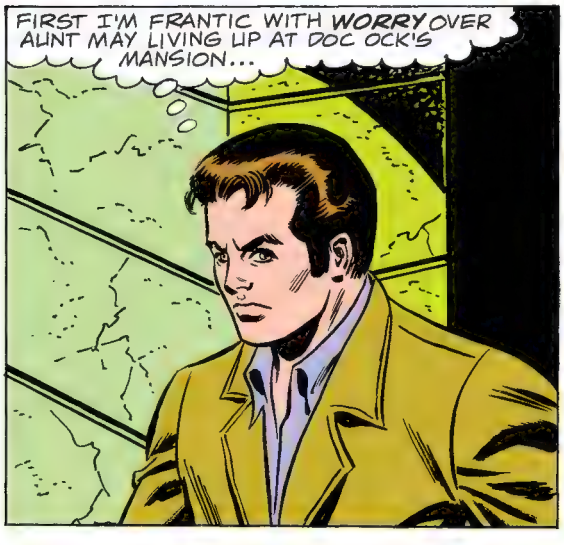
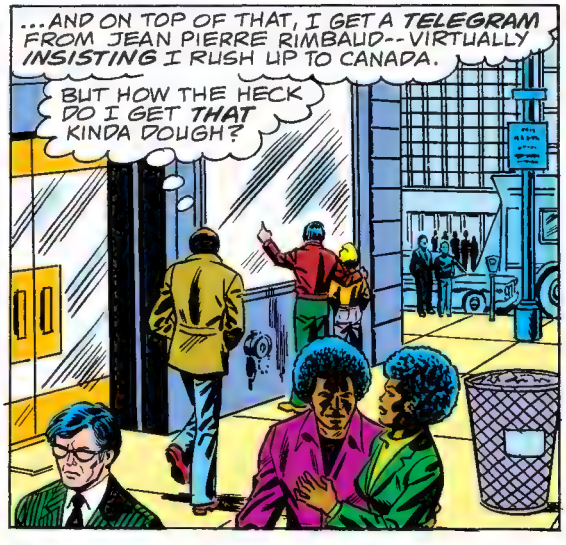
60¢
MARVEL COMICS GROUP
KING-SIZE ANNUAL!
APPROVED BY THE COMICS CODE AUTHORITY
the AMAZING SPIDER-MAN®
©1978 MARVEL COMICS GROUP
THE CLASSIC CONFRONTATION BETWEEN MARVEL'S TWO TV SENSATIONS RETOLD!
SPIDEY vs. THE HULK!

The Amazing Spider-Man Annual #12 (1978) featured an edited reprint of *The Amazing Spider-Man* #119-120 with a new cover by John Byrne and a new title page by John Romita Jr. and Frank Giacoia.


Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®
NEW YORK IS KNOWN FOR ITS EAR-SHATTERING DECIBEL LEVEL, BUT EVEN THE HUSTLING BUSTLE CAN BECOME NOTHING MORE THAN BACKGROUND DRONE WHEN ONE IS IMMERSED IN THOUGHT...
THE GENTLEMAN'S NAME IS HULK
WHY DOES EVERYTHING HAVE TO HAPPEN TO ME AT ONCE?
WAS I BORN UNDER A BLACK CLOUD? HAVE I SOMEHOW ANGERED THE BIG KAHUNA?
I WISH I KNEW... I REALLY DO!
A CLASSIC RE-PRESENTATION OF SPIDER-MAN #119 AND #120.
GERRY CONWAY, STORY
JOHN ROMITA, GIL KANE, ARTISTS
COSTANZA, SIMEK, LETTERS
HUNT, GOLDBERG, COLORS
ROY THOMAS, EDITOR
JIM SALICRUP, REPRINT EDITOR




...AND ON TOP OF THAT, I GET A TELEGRAM FROM JEAN PIERRE RIMBAUD--VIRTUALLY INSISTING I RUSH UP TO CANADA.
BUT HOW THE HECK DO I GET THAT KINDA DOUGH?

Marvel Comics turned its 1978 calendar into an all-Spider-Man affair. David Anthony Kraft and Jim Salicrup helmed the project as writer/editors and a host of Marvel's top artists joined colorist George Roussos to recount Spidey's exploits.

Cover art by John Romita

SPECIAL EDITION

DAILY BUGLE

New York's Crusading Newspaper

15¢

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Published by Simon and Schuster, A Division of Gulf & Western Corporation, 1230 Ave. of the Americas, NY, NY 10020. ISBN 0-671-22703-3. Manufactured in the U.S.A.

SPIDER-MAN: THREAT OR MENACE?

Special Editorial

by J. Jonah Jameson
Bugle Publisher

NEW YORK—FOR YEARS NOW, I'VE BEEN CRUSADING FOR the apprehension and public unmasking of that self-styled psychopathic menace known as Spider-Man. I say the miserable marauding madman has made a mockery of law and order for far too long. It's about time something was done, and done quickly.

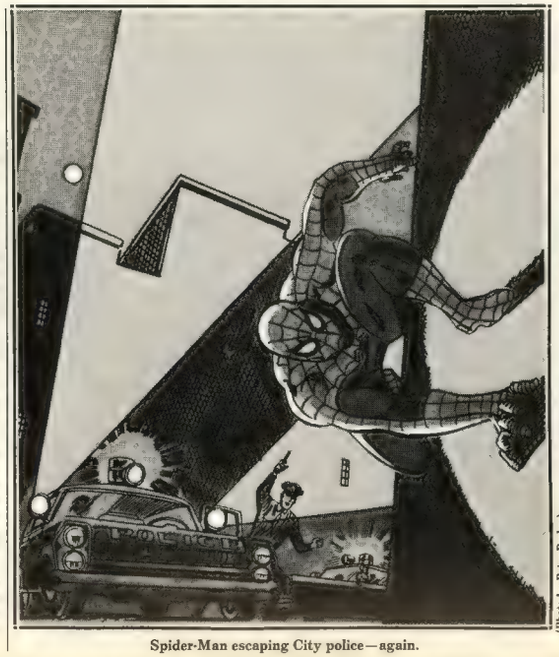
If that creepy costumed crumb really has nothing to hide, then why won't he show his face? And what honest man would prowl the city at night like that sneaky rotten wall-crawler, anyway?

Let's take an absolutely impartial and unbiased look at the facts. He displays a flagrant disregard for the law, by repeatedly taking it into his own hands. He's wanted by the police. He was suspiciously present at the death of Gwendolyn Stacy, and also at that of her father, Captain George Stacy (both late of the city). And have we so soon forgotten that Spider-Man was once in open cahoots with Doctor Octopus?

It's plain to see—that web-slinging weasel is psychologically unbalanced. In short, he's a nut!

Yet, of late, that phony fraud has even attained the status of a hero in the unsuspecting eyes of certain idealistic dupes. That low-life has actually pulled the wool over the eyes of the public! I say he's nothing but a cowardly crook, hiding behind a mask to escape justice.

In the public spirit, I'm calling for action. If the New York City police can't handle him, I say call in the F.B.I. And, furthermore, I say (continued on page 6, col. 2)



(Photo by Peter Parker)

Spider-Man escaping City police—again.

DECENT CITIZENS LIVE IN FEAR

(Photo by Amber Grant)

"Streets Aren't Safe Anymore"

NEW YORK—SO SAY A RANDOM GROUP OF CITY DWELLERS questioned by civic-minded community leader, philanthropist, and publisher of the Daily Bugle, J. Jonah Jameson.

Among those interviewed were Anna Watson and May Parker, senior citizens currently residing in Forest Hills, as well as (continued on page 22, col. 5)

1978: THE YEAR OF THE SPIDER

Spider-Man Calendar Scheduled

By Joe Robertson
City Editor

NEW YORK—TOP COMICS ARTISTS HAVE BEEN TAPPED TO illustrate key incidents in Spider-Man's career for a commemorative calendar. The year breaks down as follows:

JANUARY
A Time for Beginnings
by Al Milgrom
(In tribute to the one-and-only Steve Ditko)

FEBRUARY
Is For Fantastic Friends
by Jack Kirby & John Verpoorten

MARCH
Is A Menagerie of Madcap Menaces
by Paul Gulacy & Pablo Marcos

APRIL
Is an Assortment of Amiable Associations
by Johnny Romita & J. Verpoorten

MAY
Is a Dear Old Aunt
by Larry Lieber & Frank Giacoia

JUNE
Is Jam-packed With Jeopardy
by John Buscema & Joe Sinnott

JULY
Is Just After June
by Gene Colan & Pablo Marcos

AUGUST
Is an Amazing Amalgamation of Arms
by Sal Buscema & J. Verpoorten

SEPTEMBER
Is Such Sweet Sorrow
by Gil Kane & Tom Palmer

OCTOBER
Is Not For Monsters Only
by George Perez & Pablo Marcos

NOVEMBER
Is Nearly Tender Nuptials
by Ross Andru & Mike Esposito

DECEMBER
Is Teaming With Dynamic Do-gooders
by John Byrne & Joe Sinnott

From sketches by DAK and Mad Jim. Colored by George Bell

STAN LEE PRESENTS: THE 1978 MIGHTY MARVEL SPIDER-MAN CALENDAR

DAVID ANTHONY KRAFT
Writer/Editor

JIM SALICRUP
Co-Writer

LEN WEIN
Consulting Editor

JOHN ROMITA
Art Director

MARIE SEVERIN
Asst. Art Director

SOL BRODSKY
Production Coordinator

HARRY CHESTER STUDIOS
Production

DUFFY VOHLAND & PATY
Art Assistants

January art by Al Milgrom, referencing Spidey's *Amazing Fantasy* #15 origin story

JANUARY a time for *beginnings*! 1978

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Happy NEW YEAR Spideyaphiles! **1** Here's to a wild and wonderfully web-filled year!	**2** It all started with a simple idea:	**3** Does anyone recall DR. DROOM? (Last seen in AMAZING ADV. #4, 1961)	**4** Then came— SPIDEY! AMAZING FANTASY AMAZING FANTASY #15,1961	**5** Peter Parker will never be the same!	**6**	**7** To this day, sweet AUNT MAY still doesn't suspect!
8 STAN LEE and the BULLPEN celebrate National Radioactive Spider Day.	**9** Peter spends day with Aunt May's sewing kit	**10** —and a legend is born!	He also whips up a pair of— THWIP **11** —WEB-SHOOTERS!	**12** Today J. JONAH JAMESON, publisher of the Daily Bugle— —grew his mustache!	**13** Spidey's first mistake Stop! Thief! Stop him! No! What's that they say about Friday the 13th?	**14** Bah! Who is that masked man?! JJJ first sees Spider-Man on TV
15 The man who killed Uncle Ben— —is the man Spidey allowed to escape!	**16** "Here's looking at you, kid!" Spidey's eyes seen thru his mask for first time	**17** Revenge	**18**	**19** Spider-Man devotes his life to fighting crime	**20** Happy birthday, KEITH POLLARD Spidey loves ya!	**21** AMAZING FANTASY #15 hits newsstands— fans go berserk Yay!
ROBERT E. HOWARD (1906-1936) **22** Had absolutely nothing to do with Spider-Man	**23** Inker extraordinaire KLAUS JANSON was born today	**24** Happy Birthday, JOHN ROMITA THE Spidey artist	**25** Fans demand Spidey in his own book US MAIL	**26** Our Pal SAL BUSCEMA's birthday Spectacular Spidey artist	**27**	**28** Sombre STAN LEE becomes Smilin' Stan when—
29 —Spidey finally gets his own mag— AMAZING SPIDER-MAN	**30** —and he hasn't stopped smilin' since!	**31** Introducing DR. DRUID (Old Marvel heroes never die . . . they just change their names)	"I have the speed, the agility, the very strength of a gigantic spider!" *And, much quoted but still cogent—* **"With great power must also come great responsibility!"** —AMAZING FANTASY #15, 1962			

February art by Jack Kirby & John Verpoorten, referencing Spider-Man and the Fantastic Four's *The Amazing Spider-Man* #1 encounter

FEBRUARY is for *fantastic* friends! 1978

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
"Sure you've read many stories about many different magazine heroes! But there's never been a story like this one—because there's never been a hero like—SPIDER-MAN!" —Stan Lee AMAZING SPIDER-MAN #1 March 1963			1 When I'm thru with this editorial, Spider-Man will be run out of town! JJJ's first appearance (in SPIDEY #1)	2 Nothing much happened today	3 Spidey saves JJJ's son, JOHN JAMESON—	—who later becomes the malevolent MAN-WOLF
5 Spidey's reward WANTED SPIDERMAN REWARD FOR HIS CAPTURE	JACK (King) KIRBY finally gets to draw the web-slinger— 6 —in a tale retold from SPIDEY #1, when—	7 —Spider-Man tries to join the FANTASTIC FOUR, and meets the Torch for the first time How much does the job pay?	8 THE CHAMELEON, Man of 1000 Faces Spidey's first superfoe	9 Well, I finished my editorial, but Spider-Man still hasn't left town. I'll get him yet!	THE VULTURE— 10 —swoops from the skies in SPIDEY #2	11 Peter becomes a part-time photographer for JJJ
12 LINCOLN's birthday, honest!	13 Happy Birthday DANNY CRESPI Lord of the Letterers	14 Valentine's Day Peter's first love, BETTY BRANT	15 THE TERRIBLE TINKERER Introduced in SPIDEY #2	16 Rampagin' RON WILSON Birthday boy and power-packed penciler	17 The debut of DOCTOR OCTOPUS in SPIDEY #3— —and a famous case of mistaken identity! AND NOW SUPER-MAN, I GROW BORED WITH THIS GAME! MY TIME IS TOO VALUABLE!	
19 Spidey's day off	20 Never give up! Some advice from ol' Hothead	21 JJJ sits on some webbing Did you bring me any pictures? I—eh, I've been busy! But here's a pair of pants!	22 WASHINGTON's birthday Would we lie to you?	23 Devil-May-Care DOUG MOENCH's annual celebration in honor of being born	24 The sinister SANDMAN (Intro, SPIDEY #4)	25 FLASH THOMPSON Big man on campus
26 Super-villain team-up? JJJ would say so! Spidey meets DR. DOOM in ish #5	27 LIZ ALLEN Peter Parker's second love	28 Dr. Curtis Conners becomes— THE LIZARD! (In SPIDEY #6)			*A prophetic statement:* "I think this is the beginning of a beautiful friendship!" —Humphrey Bogart CASABLANCA, 1943 *How well it applies to the the Human Torch and the Amazing Spider-Man!*	

March art by Paul Gulacy & Pablo Marcos, celebrating Spider-Man's many foes

MARCH is a *menagerie* of madcap *menaces!*

1978

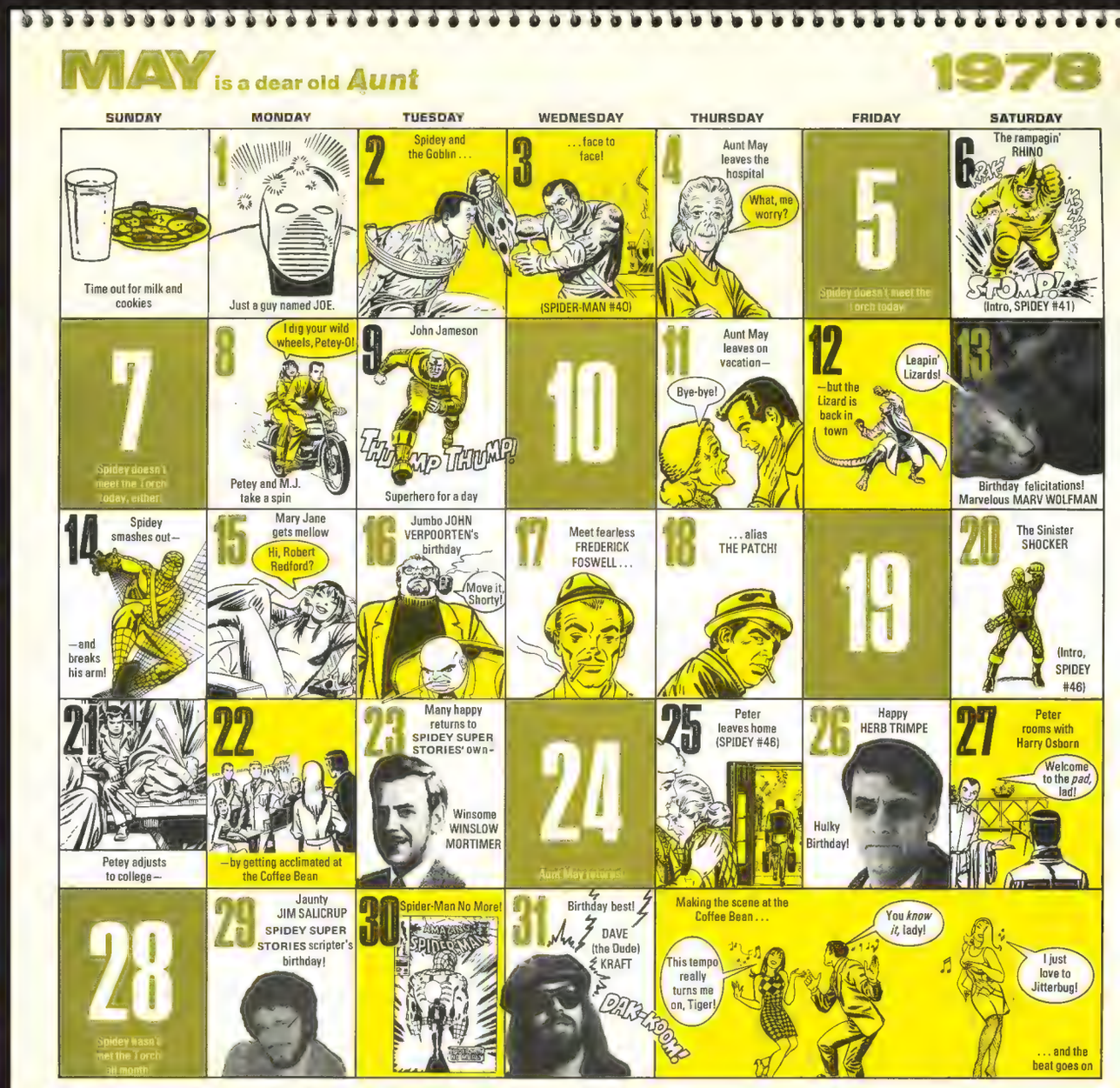
SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
I'm Spider-Man's *greatest enemy!*	NO! I'm the web-head's *greatest foe!*	*Dream on,* amateurs!	1	2 Whatever happened to the *Living Brain?*	3 Peter knocks out Flash Thompson (Ish #8)	4 Enter ELECTRO! (In SPIDEY #9)
Our hero gets his web-head examined. 5 (In SPIDEY #13)	Amiable AL MILGROM's birthday. 6	7 Spider-Man represents everything that I'm *not!* He's brave, powerful and unselfish!	8 Unmasked by Doc Ock! (In SPIDEY #12)	9	10 The HULK says hello! (In SPIDEY #14)	11 Then came KRAVEN! (Intro, SPIDEY #15)
12 DAREDEVIL drops in! (In ish #16)	13	14 The truth is, *I envy* him! I, Jonah Jameson—millionaire, civic leader—I'd give *everything* I own . . . . . to be the *man* he is!	15 The RINGMASTER sends his regards (In ish #16)	16 This just isn't my month! (Green Goblin returns in #17)	17 Oh, *yeah?* Love conquers all—	18
19 —and Spidey fights back!	20	21 But I can *never* climb to his level! So all that *remains* for me is— —to try to tear him *down*—	22	23 Spidey finally *wins* one! At last!	24 But nothing lasts *forever!*	25 Bugged by the BEETLE! (In SPIDEY #21)
26 Strangers in the night	27 PRINCESS PYTHON (Intro, SPIDEY #22)	28 —because heaven help me—I'm *jealous* of him!	VAL MAYERIK 29 Another year older, deeper in debt!	30 The Goblin is back—*again!* If at first you don't *succeed*. . .	31 Spidey goes MAD! (Spidey sees a shrink in ish #24 —again)	*Whew!* I'm glad it's all *over!*

April art by John Romita & John Verpoorten, featuring Peter Parker and his school and work pals (J. Jonah Jameson excluded) in front of their favorite hang-out, The Coffee Bean (first seen in *The Amazing Spider-Man* #53)

APRIL is an assortment of amiable associations 1978

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Peter Parker graduates from Midtown High with a scholarship in science (In SPIDEY #28)					"Unaccustomed as I am to public speaking, I shall nevertheless tell you about *myself*, when I was young . . . to inspire you to reach *my* pinnacle of greatness . . . !" —from JJJ's commencement address	1 It's APRIL FOOLS day! So what *else* is new?
It's just another day 2	3 MARY JANE WATSON's first appearance . . . sort of . . . (In SPIDEY #25)	4 *Yikes!* We've got competition!	5 It's GIL KANE's birthday Sock it to 'em, Sugar-Lips!	6 Spidey loses his costume	7 Wouldja believe— M.J. strikes again! (And Spidey's spare costume *shrinks!*)	8 Sick on a Saturday night Why me?
9 Petey spends *another* day with Aunt May's sewing kit . . .	10 . . . and a legend is *repaired!*	11	12 Presenting: MARVEL POP ART PRODUCTIONS 12¢ (SPIDER-MAN #29)	13 Aunt May falls ill . . .	14	15 Nifty NED LEEDS Say *hey*, gang! (Intro, SPIDEY #19)
16 JJJ joins the MMMS* *Merry Marvel Marching Society— *remember?*	17 Peter walks out on Betty . . .	18 Side-by-side with DR. STRANGE! (In ANNUAL #2)	19 Petey's late for class	20 Aunt May enters the hospital (In SPIDEY #31)	21 So much for . . . MARVEL POP ART PRODUCTIONS 12¢ (Blush!)	Birthday salutations 22 Jolly SOLLY SROOSKY
23 Exit LIZ ALLEN 30 Ta ta!	24 Enter GWEN STACY and HARRY OSBORN Hi! (In SPIDEY #31)	25 Jazzy JOHNNY ROMITA begins as artist (SPIDEY #39)— —and Petey buys a *motorcycle!* (SPIDEY #41)	26 Birthday greetin's to Gorgeous GEORGE TUSKA Iron Man's ace illustrator	27 And, at long last Mary Jane Watson	28 PETER PARKER, I'D LIKE YOU TO MEET MY NIECE . . . YOU MEAN— THAT'S MARY JANE ?	29 FACE IT TIGER— YOU JUST HIT THE JACKPOT !

May art by Larry Lieber & Frank Giacoia, revisiting an iconic scene from *The Amazing Spider-Man* #50, "Spider-Man No More!"



JUNE is jam-packed with jeopardy

1978

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
I *did* it! The web-head is *dead!*	Everything's coming up roses . . . at last! DAILY BUGLE IS SPIDER-MAN THRU?	Guess who's back in action . . . You better *believe it!*		1 That *does* it! This calendar isn't big enough for *both* of us!	2 SLAM! JJJ No More!	3
4 The crafty KINGPIN (Intro, SPIDEY #50)	5	6 Flash fights in Vietnam	7 Spidey on TV! I'm a star! (1967 cartoon series)	8 Aunt May's new boarder . . . . . . Dr. Octopus!	9 Birthday greetings! GEORGE (Pacesetter) PEREZ Yo ho ho!	10 Spidey loses his memory (In SPIDEY #55)
11 Spidey and Doc Ock team up! So happy together	12 Happy Birthday to Spidey's star scripter Lively LEN WEIN *My hat!* Where's my *hat!?*	13 R.I.P. Frederick Foswell "To Die a Hero"	14	15 Rapturous ROSS ANDRU How do I look? Super Spider-Man artist	16 Let me point out it's Flashy FRANK THORNE's birthday! Love ya, Frank!	17 Who was that *groovy chick* *Hubba, hubba!*
18 Spidey regains his memory I am not a crook!	19 Thanks to me, Ka-Zar! And me, Zabu!	20	21 Aunt May returns to the hospital	22	23 I knew it was too good to be true!	24 Branded by the BRAINWASHER (Intro, SPIDEY #59)
25 Dancin' for dollars	26 Captain GEORGE STACY, N.Y.P.D. (Intro, SPIDEY #56)	27 The name of the dame is . . . . . . MEDUSA!	28 Birds of a feather . . . VULTURES TWO	29	30 JOE ROBERTSON, Editor of the *Daily Bugle* (Intro, SPIDEY #52)	Look what I found!

June art by John Buscema & Joe Sinnott, a montage of moments from *The Amazing Spider-Man* #53-57 epic where an amnesia-stricken Spider-Man teamed-up with Doctor Ocotpus

July art by Gene Colan & Pablo Marcos, showcasing the university protests from *The Amazing Spider-Man* #68

August art by Sal Buscema & John Verpoorten, recreating the moment where Peter Parker became a man-spider in *The Amazing Spider-Man* #100

SEPTEMBER is such sweet sorrow 1978

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
	"S'funny . . . in pop fiction, the masked hero's always looking for a gimmick that'll 'strike *terror* into the hearts of evil-doers.' The Shadow . . . Batman . . . there was even a guy called the Spider, once. "Well, *cheer up,* web-spinner. You got 'em *all* beat." —Peter Parker SPIDER-MAN #101			1 Born to Draw Genial GENE COLAN	2
3 MORBIUS, the Living Vampire You call this *living?* (Intro, SPIDEY #101)	4 "Look, Ma – no arms!"	5 Lo! The restless natives speak KRAKOW! BROOD WOMTA GOG! GOG!	6 You rang?	7	8 Artful ARCHIE GOODWIN Erudite Editor I wasn't born *yesterday!*	9 Happy Birthday! Buy Bonds! Friendly FRANK ROBBINS
10 I've been *hung-up* by my hang-up!	11 Aunt May's homemade eternal youth formula Mm mm good	12	13 GOG the Gigantic (Intro, SPIDEY #103)	14	15	16 Harry's surprise party *Welcome home,* roommate! It's your turn to take out the *garbage!*
17	18 GWENDY! DO YOU HAVE TA LOOK SO YOOMY? I'M ONLY HUMAN! DON'T FIGHT IT MAN O'MINE! YOU MALE— ME FEMALE— THAT'S THE NAME OF THE GAME!	19 Trapped in a web he never made THURP! Spider-Slayer, I hate you!	20 Hatched to write Howard STEVE (Baby) GERBER A good egg	21 Flash's Vietnam flashback	22 The day Gwen told off Aunt May Drop dead! Eek!	23 Is there a *doctor* in the house?
24 The Gibbering GIBBON (Intro, SPIDEY #110)	25 Hopalong HAMMERHEAD (Intro, SPIDEY #113)	26 Grand old gun moll for hire BKOW!	27 Jim (Trouble) SHOOTER Happy Birthday, highpockets	28 The Hulk in Canada Just passin' through!	29	30 In Memorium GWENDOLYN STACY

September art by Gil Kane & Tom Palmer, capturing the tragic death of Gwen Stacy in *The Amazing Spider-Man* #121

October art by George Pérez & Pablo Marcos, presenting the horde of horrific villains Spidey faced from *The Amazing Spider-Man* #122-142, *Giant-Size Super-Heroes* #1 and *Giant-Size Spider-Man* #1

OCTOBER is not for monsters only! 1978

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
1 R.I.P. THE GREEN GOBLIN a/k/a Norman Osborn	2 J.J.J hires a hero—POWER MAN. Can't we talk this over?	3 J.J.J gets a moneyback guarantee	4	5 Colone! JOHN JAMESON. Like father, like son?	6	7 Boo! Gasp It's my son—the MAN-WOLF! (Intro, SPIDEY #124)
8	9 Mary Jane and Harry break up. Don't call me . . .	10 Morbius gets his own series. Boo! (VAMPIRE TALES #1, 1973)	11 A loner no more (MARVEL TEAM-UP #1, March 1972)	12 Great Moments in Automotive History #1. Ol' Hothead helps design a hotrod	13 Take that, you rat! The KANGAROO bounces back	14
15 I try even harder. The third VULTURE (SPIDEY #127)	16 Birthday felicitations to a *gem* of an inker Joltin' JOE SINNOTT. Gosh	17 Webhead on wax (World's first Rockomic, 1972)	18	19 Vengeance on vinyl! (Spidey's second chartbuster, 1976)	20 Who is the JACKAL? (Intro, SPIDEY #129)	21 Man-Wolf goes solo (CREATURES ON THE LOOSE #30)
22 Spidey spends the day polishing his medallion	23 Webhead goes weekly in Wondon (SPIDER-MAN COMICS WEEKLY #1, 1973)	24 I'm a glutton for—	25 —the PUNISHER! (Intro, SPIDEY #129)	26 Happy Birthday, girlchick Glitzy GLYNIS WEIN. Len who?	27 I was born *yesterday!* Larrupin' LARRY LIEBER	28 Avoid gloom— —join F.O.O.M.*
29 Spidey joins the Electric Company, instead (SPIDEY SUPER STORIES #1, October 1974)	30 DRAC is back—and Spidey's got him. Boo! (GIANT-SIZE SPIDER-MAN #1, October 1974)	31 Happy Halloween!	Morbius and Man-Wolf do the Monster Mash!			*That's *Friends Ol Ol' Marvel* . . . and that's a hint!

NOVEMBER is nearly *tender nuptials* 1978

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
TAKE A LOOK AT THE SPIDER-MOBILE! NOW THAT'S WHAT I CALL A FIASCO. Great Moments in Automotive History #2			1	2 My Uncle . . . My Enemy?	3 Aunt May weds Doc Ock . . . . . almost (In SPIDEY #131)	4 Is Ned *dead?* Leeds needs an M.D.!
5	6 The Tortilla-Chompin' TARANTULA (Intro, SPIDEY #134)	7 Is it really *you?* Ms. Liz returns . . . Yes!	8 Meet GREEN GOBLIN, Jr. (Intro, SPIDEY #136)	9 BOISTEROUS BILL MANTLO . . . wuz born today!	10	11 Today's birthday boys: Roguish ROGER & Dynamic DAVE SLIFER COCKRUM
12 Madness means the MINDWORM (Intro, SPIDEY #138)	13 The Grisly GRIZZLY Grrr (Intro, SPIDEY #139)	14 Groovy GLORIA GRANT You can call me *Glory!* (Intro, SPIDEY #140)	You deserve a break today 15 (Only 1 more intro left this week!)	16 The Cynical CYCLONE *Bon jour, mon ami!* (Intro, SPIDEY #143)	17 And speaking of *clones* . . .	18 *Hospital Happenings:* Aunt May takes ill— —as Ned Leeds takes leave
19 I always wanted to get a *head!* The mystery of the Jackal continues	20 Spider-Man vs. Spider-Clone Am I the real *me?* Or am I the real me? A true identity crisis	21 TA-TA-TA-DA! Revealed at last— The Jackal is *Prof. Warren!* Pete's Biology Prof.	22 Happy Birthday, Rascally ROY THOMAS *Crom!* Rip-roarin' Raconteur	Night of the— 23 —Longest Hunded Yards	24 Whodunit? I Sure did!	25 Spidey stars in MARVEL TREASURY EDITION #1 (1974)
26 More super-star stories SPECTACULAR SPIDER-MAN #1 (December 1976)	On a clear day, you can see THE MIRAGE— 27 —preparing to make an intro, tomorrow!	28 NED LEEDS and BETTY BRANT become man and wife (In SPIDEY #156)	29 Spider-Man joins the Syndicate—in his own newspaper strip (January 1977)	30 Happy Birthday, Kreative KEITH GIFFEN Awk! Marvel's Graphic Guru	Great Moments in Automotive History #3	HOW COULD I RESIST!

November art by Ross Andru & Mike Esposito, adding one to the scrapbook with the wedding of Aunt May and Dr. Otto Octavius from *The Amazing Spider-Man* #130-131

December art by John Byrne & Joe Sinnott, collecting the cast of co-stars from Spider-Man sister title *Marvel Team-Up*

DECEMBER is teaming with dynamic do-gooders! 1978

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Cast thine eyes to the heavens! / It's some kinda high-flyin' *fowl!* / It's the *Avengers' Quinjet*— or maybe the *Fantastica!* / I say thee *nay!* Tis—	*Yep,* no doubt about it—it's *him,* all right! POW!	It hadda happen! Comics history is made, 1976	1	2 Sandman, son, you have a face only a *mother* could love / Aw, ma . . .
3 Happy Birthday, Joltin' JOHN WARNER / Friendly Freelancer	4	5 Spidey's pals from the pulps / DOC SAVAGE, the Man of Bronze	6 Dr. FU MANCHU— / —and son	7 Thought I'd *drop* by, Cat! / Get off my *back,* Spidey!	8 The Murderous MAN-KILLER / I never hurt women or children! / (Intro, TEAM-UP #8)	9
10 To err is human . . . / . . . to be *Inhuman* is rare	11 Big JOHN BUSCEMA's Birthday / Wanna learn to draw?	12 The All-Seeing ORB / Peek-a-boo / (Intro, TEAM-UP #15)	Spidey gets by with a little help from his *friends* 13	14 Friends like the Dynamic DEFENDERS . . .	15 . . . the Mighty AVENGERS . . .	16 . . . the Fabulous FANTASTIC FOUR . . .
17	18 . . . and who could forget the Sensational SONS OF THE TIGER?	19 Future Shock! / KILLRAVEN & DEATHLOK Team-ups in the not-too-distant future	20 Sssneaky STEGRON, the Dinosaur Man / (Intro, TEAM-UP #19)	21 SPIDER-WOMAN Deadlier than the Male? / Bug off! / (Intro, MARVEL SPOTLIGHT #32)	22 Webhead meets Warlock / HOLY COW! I'm on the MOON!! / COSMIC, IS IT NOT?	23 Fairy tales *can* come true / (WHAT IF . . . ? #1, 1976)
24/31 The Wistful WILL-O'-THE-WISP / Great balls of fire! / (Intro, SPIDEY #167)	25 Spidey celebrates X-mas with the X-MEN	26 'Tis the season to be jolly / Bah! Humbug!	27 Happy Birthday, STAN (the Man) LEE / I'd be nothing without you, Smiley!	Happy Birthday 28 Reliable RALPH MACCHIO	29 Peace on Earth, good will to men	30

MORE MIND-BLOWING BULLPEN BIRTHDAYS than ever before!

PATY

January
3: TONY CERNIGLIA—Master of the Mailroom and Dynamic Drummer
7: BOB WIACEK—Enthusiastic Embellisher and a Truly Great Human Being
14: JOHN TARTAGLIONE—Correctionist First Class and Perplexed Putter
31: PATY—Peerless Production Person and Proud Of It

February
3: TIM CONRAD—Dramatic Doodler and a Truly Great Human Being
10: IRV WATANABE—Lonesome Letterer and Medical Advisor
28: NANCY MURPHY—Subscription Sultaness and Overseas Overseer
28: NELSON YOMTOV—Prince of Reprints and First Class Fella

NELSON YOMTOV

DON McGREGOR

March
1: TOM ORZECHOWSKI—Californian Calligrapher and Redhaired Rascal
3: MARK ESPOSITO—British Production Person and Future Big-Time Movie Director
7: ALAN WEISS—Precise Penciler and Member of the Kiss Army
14: LENNIE GROW—Magazine Production Chief and Snappy Dresser
15: BOB BUDIANSKY—Larry Lieber's Left-Hand Man and Bronx-Born British Editor
18: GARY BRODSKY—Busy Boychick and Sol's Son
31: SCOTT EDELMAN—Smilin' Scripter and Skydiving Socialite

April
21: STAN AARON—Typesetting Terror and Exercising Enthusiast

MARIE TERAMOTO

May
5: STAN GOLDBERG—Colorist with Class and His Own Deck of Cards
24: DAVIDA LICHTER-DALE—Paste-Ups for a Price and Member of the Real World
28: MORRIE KURAMOTO—Staff Letterer and Honorary Samurai

DUFFY VOHLAND

June
7: RICK HOBERG—Acolyte Artist and a Truly Great Human Being
8: RAY HOLLOWAY—Liltin' Longtime Letterer and a Truly Great Human Being
14: SAM GRAINGER—Dazzling Delineator and a Taxpayer to Boot
15: DON McGREGOR—Dauntless Dialoguer and Hopalong Cassidy Freak
WARREN REESE—Call Him Spidey (or don't call him at all)
20: DUFFY VOHLAND—Jack of all Trades, Master of Three
28: MIKE ROYER—Inks, Letters and Tells Jokes—All at the Same Time

July
6: DAVID COHEN—Production Princeling and Musical Mastermind
JOHN BYRNE—Careful Cartoonist and Canadian Citizen
9: VIRGINIA ROMITA—Jazzy Johnny's spouse and Adorable Assistant
27: ERNIE CHAN—Embellisher Extraordinaire and Charlie's #3 Son
31: DENISE WOHL—Lettering Lassie and Fashion Fox

ERNIE CHAN

DON PERLIN

JOHN ROMITA, JR

August
2: DAVE HUNT—Impish Inker and Admirer of Wealthy Waterfowls
7: JANICE COHEN—Cute Colorist and Former Flower Child
8: LINDA TAXEL—Sol's Second-in-Command and a Truly Great Human Being
17: JOHN ROMITA, JR.—Art Consultant and Father's Footsteps Follower
19: GEORGE ROUSSOS—Cavortin' Colorist and Patriotic Photographer
23: TERRY AUSTIN—Fast Finisher and Fearless Front Facer
25: DIANE RODRIGO—Subscription Staffer and Tony Orlando Fan Clubber
DON WARFIELD—Another Cavortin' Colorist and Talented Thespian, too
27: DON PERLIN—Artist-by-Night and Tired-by-Day
31: CLARA NOTO: Sonja Co-Scripter and Neo-Novelist

September
1: GASPAR SALADINO—Logo Letterer and Friendly Ghost
10: JOSIE BETEMIT—Rhapsodic Receptionist and Happy Homemaker
14: JIM NOVAK—Laughin' Letterer and Donny Osmond Fan Clubber
17: ROGER STERN—Panting Proofreader and Radio Personality
18: IRENE VARTANOFF—Peaceful Production Pundit and Opera Buff
25: HOWARD BENDER—Another Production Pundit and Pittsburgh Person

JIM NOVAK

STU SCHWARTZBERG

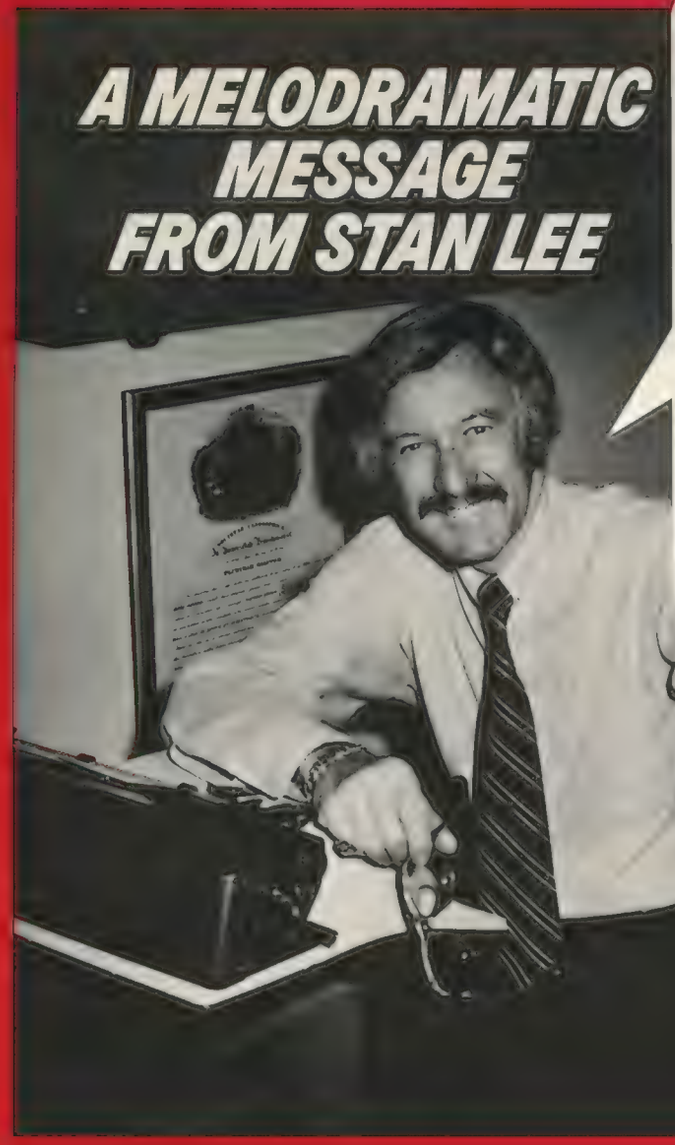
October
7: HOWARD CHAYKIN—Affable Artist and One with the Universe (or portions thereof)
24: PAUL LAIKIN—Crazy Man and Proud Of It
25: MICHELE BRAND—Tantalizin' Toner and Up from the Undergrounds
28: KAREN MANTLO—A Lady Who Letters and a Truly Great Human Being

November
15: STU SCHWARTZBERG—Clownin' Cartoonist and Sly Stat-Man
28: DAN GREEN—Important Inker and Upstate Dweller

December
6: FRANK SPRINGER—Erudite Inker and Vera Valiant's Valet
11: MARY MAC—Gal Friday and Kinks Fanatic

MARY MAC

A MELODRAMATIC MESSAGE FROM STAN LEE



Y'know something? After spending a good part of my life writing countless superhero adventure strips, I'm finally becoming a specialist! Yep, I've been turning into a guy who writes the introduction, the epilogue, or the "message from" in countless books, magazines, and calendars! And here I go again! After Dave (the Dude) Kraft finally finished agonizing over the cataclysmic calendar which you're now so proudly clasping in your greedy little claws, here I come with another incredibly insignificant "message from" to wrap the whole thing up! Oh well, as they babble in the Bullpen—it's better than working!

But seriously, folks! What can I say about Spider-Man that you don't already know? What can I say about the world's most woebegone and wonderful wall-crawler that I haven't said a zillion times before? And, what can I say that'll just exactly fill the amount of space I have left on this page? If you don't know, that's cool enough . . . 'cause I don't know either. So from here on in, let's play it by ear.

Spidey is more than merely the world's most popular costumed superhero. He's a symbol. He's a symbol of everything you and I might secretly wish to be. But that's not all. He's also a lot of things we wish we weren't—unlucky, neurotic, harrassed, and uptight—and that's just for starters! I guess you might say he touches all the bases!

Even as I write this monumental monograph, everybody's favorite web-slinger is appearing daily and Sunday in over 300 of America's greatest newspapers; is starting production for a new live-action, prime-time TV adventure series; and is soon to be the subject of a new series of books, both hardcover and in luxury paperback editions! In addition, he's appeared on virtually every radio and TV interview show, and in newspaper and magazine write-ups from Muskogee to Maine and back again! Not only are his magazines the world's most successful and best-selling comic books, but look around you—you'll find Spider-Man toys, games, and novelty items beckoning at you in store windows and counters everywhere! His stories are translated and sold all over the free world, and are probably smuggled behind the Iron Curtain, too! So, no matter how much trouble Peter Parker may get into, our amiable little arachnid must be doing something right!

Anyway, the most important thing about ol' Spidey is the fact that he and his stories are just plain fun. We get a charge out of writing, drawing, and producing them for you—and we always wanna feel that you get a boot out of reading them. So long as The Amazing Spider-Man can manage to brighten up a part of your day, that's how long I'll go on writing these furshlugginer "Messages from Stan Lee"! And I hope that you, and we, and Web-Head go on forever!

Excelsior!

Stan

Back cover art by John Romita, presenting iconic images of Peter Parker and Spider-Man's life and recreating moments from *The Amazing Spider-Man* #46 (vs. the Shocker), #47 (party with MJ and the gang), and #53 (Spidey tormenting JJJ)

Another FOOMtastic Preview Feature!

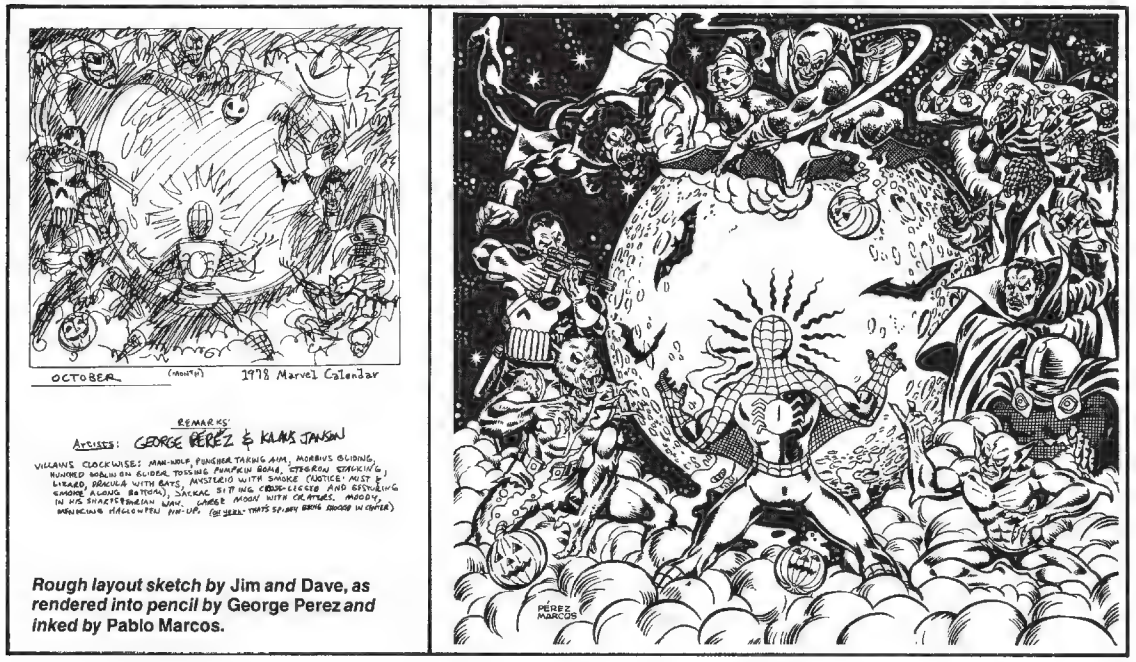
Behind the Scenes on the —

Calendar cover artwork by Jazzy Johnny Romita.

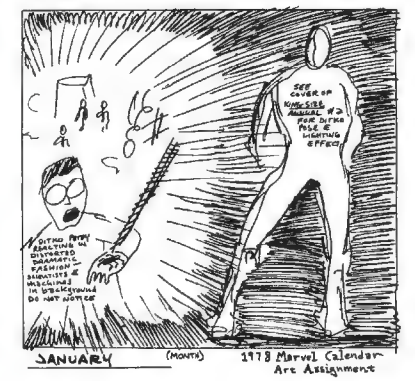
Announcing for 1978 the fantastic fourth annual Mighty Marvel calendar, featuring a plethora of pandemonious full-color pin-ups, and starring the sensational Spider-Man — the world's best-selling super-hero!

In addition to providing the favored ranks of FOOM fans with a senses-shattering sneak peak at some of the simply stun-boggling poster pin-ups from the forthcoming cataclysmic calendar, we're also going to wog-boggle you with an informative look at how the whole incredible project took shape, from idea to implementation to illustration to immortalization!

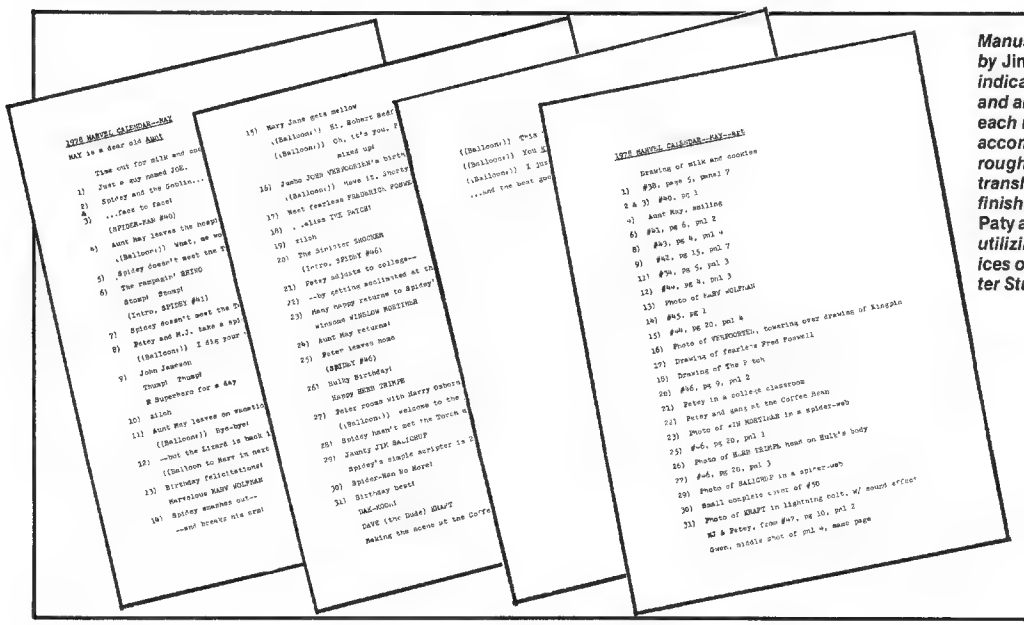
SPIDER-MAN CALENDER!


OCTOBER (month) 1978 Marvel Calendar
REMARKS:
ARTISTS: GEORGE PEREZ & KLAUS JANSON
VILLAINS CLOCKWISE: MAN-WOLF, PUNISHER TAKING AIM, MORBIUS GLIDING, HOBGOBLIN ON GLIDER TOSSING PUMPKIN BOMB, GOBLIN STALKING, LIZARD, DRACULA WITH BATS, MYSTERIO WITH SMOKE (JUSTICE: MIST & SMOKE ALONG BOTTOM), JACKAL SITTING CROSS-LEGGED AND EXHALING IN HIS SHAKTSPOREAN WAY, GHOST MOON WITH CRATERS, MOODY, BRANDISHING HALLOWEEN PIN-UP. (OH YEAH: THAT'S SPIDEY BEING CROSSED IN CENTER)
PEREZ MARCOS

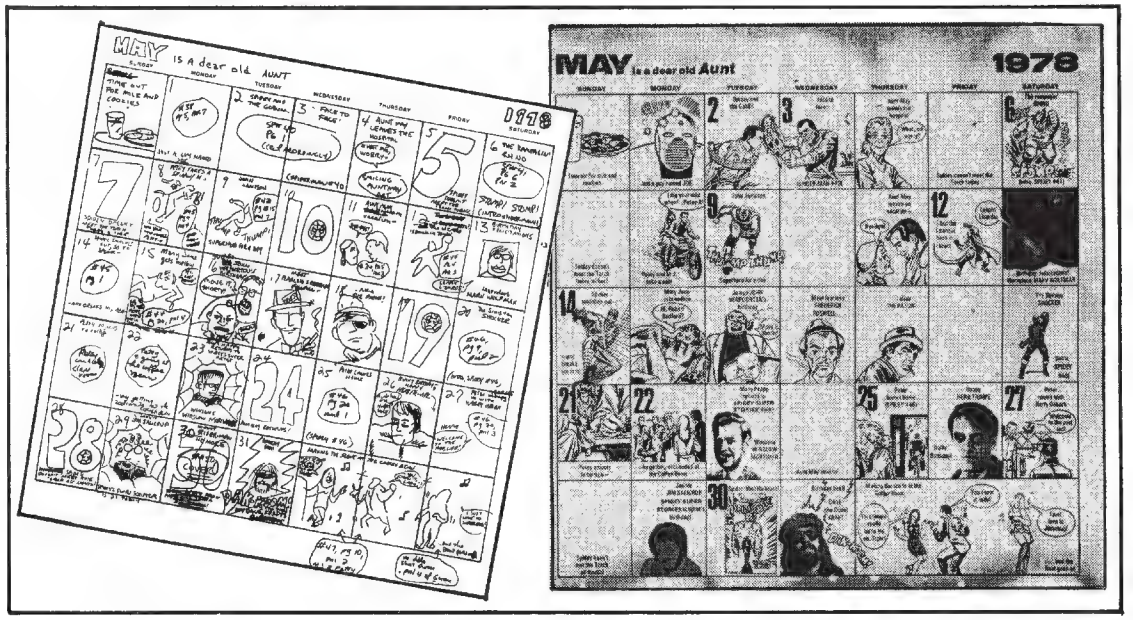
Rough layout sketch by Jim and Dave, as rendered into pencil by George Perez and inked by Pablo Marcos.


SEE COVER OF MARVELS ANNUAL #3 FOR DITKO PAGE & LIGHTING EFFECT
DITKO PANEL DEALING IN DISTORTED DRAMATIC FASHION BUILDINGS & MACHINES IN BACKGROUND IN PERSPECTIVE DO NOT MATCH
JANUARY (month) 1978 Marvel Calendar Art Assignment
REMARKS:
ARTIST – DITKO or someone who can closely emulate his style
COLOR – PETEY being bitten and normal, but surrounded by a lurid of yellow light which splashes figure of Spidey, who stands against a solid black background.

Another rough layout sketch by Jim and Dave, as rendered into finished form by Al Milgrom.


1978 MARVEL CALENDAR--MAY
MAY is a dear old Aunt
Time out for milk and cookies
1) Just a guy named JOE.
2) Spidey and the Goblin...
3) ...face to face!
4) (SPIDER-MAN #40)
5) Aunt May leaves the neighborhood
6) Spidey doesn't meet the Punisher
7) The rampagin' BEING
Stomp! Stomp!
(Intro, SPIDEY #41)
8) Spidey doesn't meet the Punisher
9) Petey and M.J. take a spill
((Balloon!)) I dig your costume!
10) John Jameson
Thump! Thump!
A Superhero for a day
11) Aloha
12) Aunt May leaves on vacation
((Balloons)) Bye-bye!
13) --but the Lizard is back!
((Balloon to Mary in next panel))
Birthday felicitations!
Marvelous MARY WOLFMAN
14) Spidey smashes out--
--and breaks his arm!
15) Mary Jane gets mellow
((Balloons!)) Si, Roberto Bea
((Balloons!)) Oh, it's you, J
Mixed up!
16) Jumbo JOHN VERPOORTEN's birthday
((Balloons!)) Have it, Shorty
17) Meet fearless FOGHORNISH FOSWELL
18) ...alias THE PATCH!
19) Flash
20) The Sinister SHOCKER
(Intro, SPIDEY #46)
21) Petey adjusts to college--
22) --by getting acclimated at the
23) Many happy returns to Spidey!
winsome WINSLOW MORTIMER
24) Aunt May returns!
25) Peter leaves home
(SPIDEY #46)
26) Hubby Birthday!
Happy HERB TRIMPE
27) Peter rooms with Harry Osborn
((Balloons!)) welcome to the
28) Spidey hasn't met the Porcu
29) Jaunty JIM SALICRUP
Spidey's single scripter in 2
30) Spider-Man No More!
31) Birthday Beats
DAE-NOMo!
DAVE (the Dude) KRAFT
Making the scene at the Corfe
((Balloons)) This
((Balloons)) Yes S
((Balloons)) I jus
...and the beat go
1978 MARVEL CALENDAR--MAY--ART
Drawing of milk and cookies
1) #38, page 5, panel 7
2 & 3) #40, pg 1
4) Aunt May, smiling
5) #41, pg 6, pnl 2
6) #41, pg 6, pnl 4
8) #43, pg 4, pnl 4
9) #42, pg 13, pnl 7
11) #44, pg 5, pnl 3
12) #44, pg 4, pnl 3
13) Photo of MARY WOLFMAN
14) #45, pg 1
15) #46, pg 20, pnl 4
16) Photo of FOGHORNISH, towering over drawing of Kingpin
17) Drawing of Pearle's Fred Foswell
18) Drawing of The P tch
19) #46, pg 9, pnl 2
20) #46, pg 9, pnl 2
21) Petey in a college classroom
22) Petey and gang at the Coffee Bean
23) Photo of JIM MORTIMER in a spider-web
25) #46, pg 20, pnl 1
26) Photo of HERB TRIMPE head on Hulk's body
27) Photo of SALICRUP in a spider-web
29) Photo of SALICRUP in a spider-web
30) Small complete cover of #50
31) Photo of KRAFT in lightning bolt, w/ mount arrow
MJ & Peter, from #47, pg 10, pnl 2
Gwen, middle shot of pnl 4, same page

Manuscript pages by Jim and Dave, indicating copy and artwork for each month, and accompanied by a rough layout, are translated into finished form by Paty and Duffy, utilizing the services of Harry Chester Studios.



Stan (the Man) **himself, suggested starring Spider-Man in next year's Gregorian outing, and *Dave* (the Dude) *Kraft* was selected to act as writer/editor, with Lively *Len Wein* on tap as a consulting editor. Dave immediately secured the services of that scholar of Spidey memorabilia, Mad *Jim Salicrup,* as co-writer. *Paty* (Cake) *Greer* and Fluffy *Duffy Vohland* were picked to pilot production on the project. The stage was set. Great expectations gave way to great efforts.**

The 1978 MIGHTY MARVEL SPIDER-MAN CALENDAR is more fact-packed and fun-filled than ever before, and throughout its 365 dazzling days it thoroughly details, in cataclysmic chronological order, the entire history of the woebegone, wall-crawling, web-slinging wonder! Not only that, but it spotlights the awesome artistic expertise of some of the Bullpen's all-time ace illustrators, including *Ross Andru, Jack Kirby, Gil Kane, Johnny Romita, Al Milgrom, John Byrne, Gene Colan, George Perez, Paul Gulacy* — and many, many more!

It's a blockbuster — and a bombastic bargain, to boot! In fact, this creative co-venture with Simon & Schuster will be available soon in better bookstores everywhere.

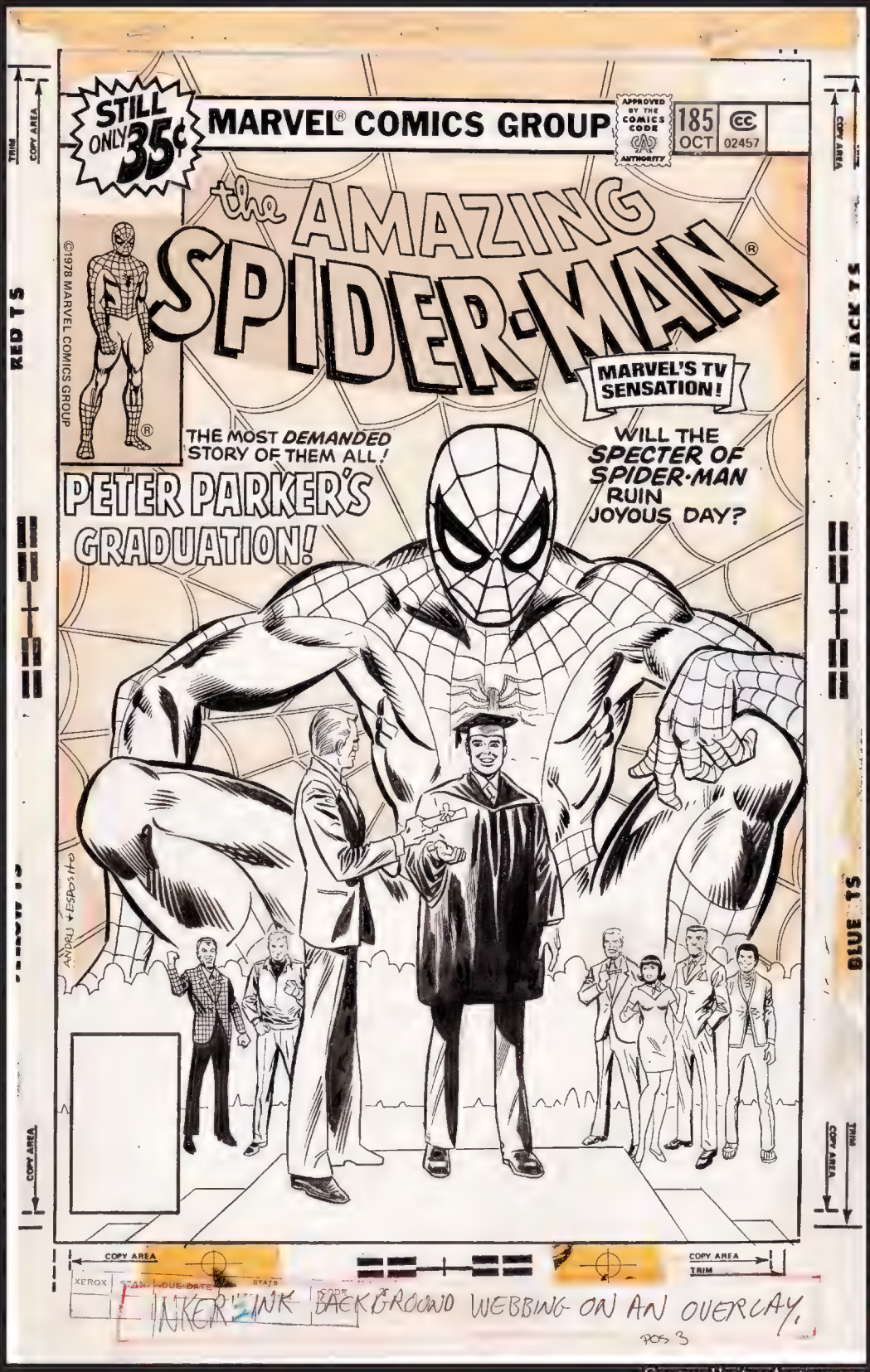
Don't miss it, Marvelite!

June 1978 house ad heralding Spidey's monthly appearances in *The Amazing Spider-Man*, *The Spectacular Spider-Man*, *Marvel Team-Up*, *Marvel Tales* and *Spidey Super Stories*.

AMERICA'S NUMBER ONE SUPER-HERO IS NOW IN FIVE DIFFERENT POWER-PACKED COMICS EACH AND EVERY MONTH!
...AND THE EASY-TO-READ...
MARVEL COMICS GROUP
the AMAZING SPIDER-MAN
MARVEL COMICS GROUP
SPIDER-MAN AND CAPTAIN BRITAIN
MARVEL COMICS GROUP
PETER PARKER, THE SPECTACULAR SPIDER-MAN
FINAL RAGE!
MARVEL COMICS GROUP
MARVEL TALES STARRING: SPIDER-MAN
MARVEL COMICS AND THE ELECTRIC COMPANY PRESENT
SPIDEY SUPER STORIES
ALL NEW!
ALL ON SALE NOW!

Spider-Man pinup from *Marvel Tales* #100 (February 1979)
by Gil Kane & Joe Rubinstein

The Amazing Spider-Man #185 cover original art
by Ross Andru & Mike Esposito



Courtesy HeritageAuctions.com

BIOGRAPHIES

MARV WOLFMAN

Marv Wolfman's stints writing for movies, television, animation and novels mark him as a varied and highly regarded talent, but it is his comic book writing where he first gained prestige as one of the industry's most acclaimed talents.

His first forays into the comic industry were short tenures as editor and writer for both Warren Publishing and DC Comics, but it was after a move to Marvel in 1972 that his career began to blossom. One of his earliest hits was *Tomb of Dracula*, Marvel's adaptation of the classic Bram Stoker vampire. It was in the pages of *Tomb of Dracula* that Wolfman and Gene Colan unveiled the character Blade, the vampire hunter. This earthly hero was one of the earliest black heroes in comics and was introduced to further affirm the realism he sought to inject into the Dracula comic.

After editing Marvel's black-and-white magazines, he quickly stepped up the ladder to follow Len Wein as editor in chief. Wolfman had noted that the readership, who like himself had become loyal fans in their adolescence, felt it was important to have the stories Marvel produced "grow up" along with them. His editorial duties, however, stole time from his writing, so in 1976 he stepped down and took on writing full-time.

As writer of *Daredevil*, his two-year run preceded the Frank Miller era and included the introduction of Bullseye, now the most innovative and fearsome of Daredevil's rogues' gallery. Other work from his prolific Marvel tenure in the late '70s included lengthy runs on Marvel's two flagship titles: *The Amazing Spider-Man* (including the debut of the Black Cat) and *Fantastic Four* as well runs on *Nova*, *Doctor Strange* and *Thor*.

Moving to DC, he teamed with artist George Pérez and ushered in *New Teen Titans*. Most of the Titans came to life under his auspices, including Cyborg, Nightwing, Starfire, and Raven, as well as their nemesis Deathstroke. Next, Wolfman and Pérez delivered the epochal *Crisis on Infinite Earths*, condensing DC's complex 50 year history into a single, shared universe.

Taking a lengthy sabbatical from writing comics, Wolfman moved to writing for animation shows including *G.I. Joe* and *Transformers*, later becoming comics editor for *Disney Adventures Magazine*. He continues to write for DC Comics and more recently, has penned the nonfiction *Homeland, the Illustrated History of the State of Israel*. In 2011 Marv was inducted into the Eisner Hall of Fame.

ROSS ANDRU

An everyman and entrepreneur throughout his long career in comics, Ross Andru became the stalwart penciler of Marvel's *Amazing Spider-Man* in 1973, gaining a renown as one of the great Spidey artists. With a smooth, compact style that eschewed extraneous detail, Andru's artistic visions were grounded in a reality that engaged the medium's readers.

His career in comics began in 1951. With an education at the Cartoonists and Illustrators School and a gig drawing Burne Hogarth's weekly *Tarzan* strips behind him, the Cleveland native teamed with inker Mike Esposito to form not only a decades-enduring artistic partnership but their own company, MR Publications.

Their next company, Mikeross Publications, turned out such fare as the satirical *Get Lost* and the romance title *Heart and Soul*. The success of these initiatives fleeting in the face of an industry-wide downturn, Andru would often find himself splitting time between Marvel and DC. At Marvel, he mainly handled Western comics like *Annie Oakley*, while at DC, he contributed to Robert Kanigher's war comics like *Star-Spangled War Stories* and *Our Army At War*, wherein he drew the first appearance of Sgt. Rock of Easy Company in 1959.

His impressive performance with Esposito garnered him a chance to take over *Wonder Woman*, starting a nine-year-long run that would stretch through 1967 and find him depicting charming stories of Diana Prince's teenage years on Paradise Island. Another notable title that Andru would work on in the '60s was *Metal Men*. Leaping from *Showcase* to its own bimonthly title, Andru and Esposito crafted a sweet-natured heroic fantasy starring artificially intelligent robots.

A move to Marvel in the early '70s resulted in key work on *Marvel Feature*, in which he drew the first adventures of The Defenders, and *Marvel Team-Up*, his first regular foray on Spider-Man. Over the next five years, Andru would team with writer Gerry Conway and produce milestones including the first appearance of the Punisher, Harry Osborn donning the guise of the Green Goblin and the infamous Spider-Mobile. Completely at home in the cityscapes that Spider-Man called home, Andru's approach kept Spider-Man at the top of the sales charts through the decade. He also drew the first Marvel/DC crossover, *Superman vs. The Amazing Spider-Man*.

In 1978, Andru returned to DC in an editorial capacity, with his art focused mainly on covers, but his pencils would grace the

interiors of books like *Atari Force*, *Jonah Hex*, *Vigilante* and *Blue Beetle*. He largely retired from the field by the late '80s and passed away shortly after his last work was published in 1993. In 2007, Andru and his longtime collaborator Mike Esposito were inducted into the Eisner Hall of Fame.

KEITH POLLARD

One of its most high-profile artists in the late '70s and early '80s, Keith Pollard's tenure at Marvel was notable for his sleek, refined renderings of the company's most iconic characters. He broke in at Marvel in 1974, drawing such characters as Deathlok in *Astonishing Tales*, Shang-Chi in *Master of Kung Fu*, and the super-hero action of *Black Goliath*, *Ms. Marvel*, and Black Panther in *Jungle Action*. After a stint on the black-and-white *Rampaging Hulk* magazine, Pollard was ushered into the starting lineup of creators on three of Marvel's flagship titles.

Starting in 1978, Pollard provided breakdown art on *Fantastic Four* for the legendary Joe Sinnott to finish. Soon after landing his *FF* gig, he began penciling *The Amazing Spider-Man* and then took the reins from "Big" John Buscema on *Thor*, starting a run that would encompass the epic "Eternals Saga" storyline. All in all, Pollard's hand guided the visuals of these three prime Marvel titles simultaneously, and his tenures on each book are memorable additions to each title's legacy.

In the early '80s, Pollard took on a new stable of heroes at DC, drawing several issues of *Green Lantern* and launching *The Vigilante* with writer Marv Wolfman. He returned to regular series work at Marvel in 1989, once again drawing *Fantastic Four*. By 1995, Pollard retired from comics, although he is currently appearing at conventions and doing commissioned art for his fans.

SAL BUSCEMA

Without a doubt one of comics' most prolific artists, "Our Pal" Sal Buscema joined Marvel in 1968 shortly after his elder brother, John. Tackling inking duties on *Silver Surfer* and *Fantastic Four*, including the all-time classic *Silver Surfer* #4, Buscema quickly graduated to penciling. He was an anchor of the Marvel line in the 1970s with long runs on books like *Captain America*, *Marvel Team-Up* and *The Spectacular Spider-Man* and a 100-plus issue run on *The Incredible Hulk*. Buscema was also behind defining the tone on early issues of *The Defenders*, *Rom* and *The New Mutants*. His career as one of Marvel's most versatile artists lasted throughout the '70s and into the '90s. In 1988, he returned to *The Spectacular Spider-Man* and over the next ten years penciled every issue but two from #134 through #238 (and inked the vast majority as well!) Although he retired in the late '90s, readers can still see his name on comics credits from time to time, including inking work on the cult hit *Spider-Girl*.

JOHN BYRNE

With his naturalistic style captivating legions of fans, John Byrne became one of the most influential and popular comic artists of the '70s and '80s. Born in England but raised in Canada, with four years of art school training under his belt, Byrne headed straight for the comics business, getting his start with Charlton Comics.

He produced his first original creations, the robot Rog-2000—which appeared as a backup strip in *E-Man*—and *Doomsday +1* at Charlton. Though the art was rough compared to his later standards, it drew the attention of Marvel Comics, where he found work on *Champions*, *Iron Fist* and *Marvel Team-Up*. The relationship he established on these books with writer Chris Claremont led to his entry on a title that was rapidly ascending in importance at Marvel: the "All-New, All-Different" *X-Men*.

Taking the torch from Dave Cockrum, for the next five years Byrne penciled and co-plotted the adventures of Marvel's mutants. His fresh style translated perfectly to the new cast of characters, and together Byrne and Claremont built the X-Men into a keystone title at Marvel. However, just after the twin triumphs of "The Dark Phoenix Saga" and "Days of Future Past," Byrne left the book.

His next major achievement was a long run as writer/artist on *Fantastic Four* that restored the title to its imaginative best. His run hearkened back to the glory days of Lee and Kirby and is arguably the milestone achievement of his career. Other high points in his early '80s Marvel work included "War and Remembrance," a bracing set of Captain America stories with Roger Stern and *Alpha Flight*, a team of Canadian heroes written and drawn by Byrne.

Next, Byrne headed to DC Comics to revive the flagging Superman franchise with a reset of the Superman mythos that was enormously popular at the time and is still hailed as a masterpiece decades later. After two years helming Superman, Byrne returned to Marvel to work on a diverse set of books including the New Universe's *Star Brand*, the irreverent *Sensational She-Hulk* and the high-tech adventures of Iron Man. In the 1990s, Byrne launched his creator-owned series *Next Men*, scripted the first issues of Mike Mignola's *Hellboy* and delivered the goods for both Marvel and DC on numerous titles. Today, the implacable Byrne continues to write, draw and preside over a popular website.

BILL MANTLO

From the mid-'70s through the late-'80s, Bill Mantlo established himself as one of the most dedicated writers in the comics industry, writing hundreds of stories across dozens of titles, primarily for Marvel Comics.

Mantlo broke into comics as a colorist, but it wasn't long before he was given a crack at writing a fill-in story, a "Sons of the Tiger" story in the black-and-white *Deadly Hands of Kung Fu* magazine, and his true comics talent began to emerge. The quality of his work led to his installation as that book's regular writer, a tenure that included the notable achievement of introducing comics' first Puerto Rican hero, the White Tiger.

After achieving notoriety within the Marvel offices as a guy who could knock out credible fill-in scripts at a moment's notice, Mantlo was given more regular work. One early highlight was his 20-issue tenure on *Iron Man* that began the Golden Avenger's return to prominence. As one might expect from someone with such a volume of work, Mantlo was game to take on projects others dismissed, and he did it with an unfeigned aplomb that elevated the work.

It was on two licensed titles that Mantlo built his legacy. Inspired by a toy given to his son at Christmas, Mantlo lobbied Marvel to adapt Micronauts into an ongoing series. The award-winning epic he spun with artistic luminaries like Michael Golden and Pat Broderick is still highly revered by comics fandom as is his even longer run on *Rom*, wherein he developed a universe filled with Spaceknights, Dire Wraith monsters and outer space intrigue. Other notable credits in Mantlo's career include *Incredible Hulk*, *Alpha Flight* and *Spectacular Spider-Man*.

Just as Mantlo had begun a new career as a public defender with the New York City Legal Aid Society, he was struck by a hit-and-run driver and went into a weeks-long coma from severe head trauma. He has since been under constant medical care. The comics community has led multiple fundraisers to aid in the continuing care of a talented writer who is missed by his many fans.

JIM STARLIN

When Jim Starlin came along in the early '70s, super-hero comics were populated primarily by earthbound heroes, but this young writer/artist revolutionized "cosmic" comics, a genre full of space-opera drama and high-minded philosophizing that required the expansive reaches of the universe to fully flourish.

Inspired as a young man by Jack Kirby and Steve Ditko, in 1972 Starlin followed fellow Detroiter Rich Buckler to Marvel. After assisting John Romita on Spider-Man and drawing covers, Starlin spun a short stint on *Iron Man*—where he introduced Thanos and Drax the Destroyer – into the beginnings of an epic *Captain Marvel* saga that would redefine the character.

In late 1973, Starlin and writer Steve Englehart launched the first kung fu comic in the pages of *Special Marvel Edition*, and later in *Shang-Chi, Master of Kung Fu*. Then, in perhaps his most ambitious work to date, Jim revived Roy Thomas and Gil Kane's Adam Warlock, taking the messianic hero to mind-bending new heights. The short run on the cosmic character is still regarded as a high point of '70s Marvel.

By the late '70s, Starlin headed over to DC, but in 1982 he returned to Marvel for the *Death of Captain Marvel* graphic novel. Inspired by Starlin's compulsion to work through the death of his father, the story is considered to be his masterpiece. Soon after, *Dreadstar*, the debut title of Marvel's Epic line, introduced fans to Starlin's wholly original cosmic concept. Writing and drawing the adventures of Vanth Dreadstar as he fought against the monolithic vestiges of church and state, the series had a long and successful run. At DC, Starlin penned the milestone "A Death in the Family" in *Batman*, which culminated in Robin's demise; *Batman: The Cult* and *The Weird* with Bernie Wrightson; and *Cosmic Odyssey* with Mike Mignola.

In the early '90s, he took over writing *Silver Surfer* for a 17-issue run that reintroduced Thanos and Adam Warlock. At the same time, he wrote the first chapters in what would be a sprawling epic that would play out over the next 15 years with *The Thanos Quest*, *The Infinity Gauntlet*, *Infinity War* and *Infinity Crusade*. In 2001, Starlin would return to Warlock and Thanos in the *Infinity Abyss* and *Thanos*.

Recent projects include *Kid Kosmos* for Dynamite, one of his personal favorite works, and *Death of the New Gods* and *Mystery In Space* for DC, the latter title allowing him to revisit his character The Weird.

Biographies researched and written by John Rhett Thomas

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It was August 1961 and change was hitting the newsstands. *Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. These were real characters placed in extraordinary circumstances. They lived together, they fought among themselves—and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different—the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

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As the Great Depression wore on and the specter of war hung over the heads of all Americans, a new entertaining escape from the newspapers' horrifying realities was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States.

At the forefront of this new medium was Timely Comics, a young company staffed by such legendary talents as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee. These skilled writers and artists created a vast array of characters that would give rise to the Marvel Universe!

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THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures and unimaginable monsters; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the '40s retooled to take on the threat of Communism. From Western gunfighters to crime to horror, Atlas had it all!

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